

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to the accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **INTERCHINA HOLDINGS COMPANY LIMITED**

**國 中 控 股 有 限 公 司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 202)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**KINGSTON SECURITIES LTD.**

The Board is pleased to announce that all conditions of the Share Placing have been fulfilled and the completion of the Share Placing took place on 30 December 2011. 712,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places pursuant to the terms and conditions of the Share Placing Agreement.

Reference is made to the announcement of the Company dated 13 December 2011 in relation to, among others, the Share Placing (the “Announcement”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

#### **COMPLETION OF THE SHARE PLACING**

The Board is pleased to announce that all conditions of the Share Placing have been fulfilled and the completion of the Share Placing took place on 30 December 2011. 712,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.31 per Placing Share. To the best of the Directors’ knowledge, information and belief having made all reasonable enquires, the Places and their ultimate beneficial owners are not connected persons (as defined in the Listing Rules) of the Company. The net proceeds from the Placing amount to approximately HK\$214.8 million.

None of the Placees and their respective associates has become a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Share Placing.

## SHAREHOLDING STRUCTURE OF THE COMPANY

The 712,000,000 Placing Shares represent approximately (i) 19.99% of the issued share capital of the Company immediately before completion of the Share Placing and approximately (ii) 16.66% of the issued share capital of the Company as enlarged by the issue of the 712,000,000 Placing Shares.

Set out below is the shareholding structure of the Company (i) immediately before completion of the Share Placing; and (ii) upon completion of the Share Placing:

	Immediately before completion of the Share Placing		Upon completion of the Share Placing	
	<i>No. of Shares</i>	<i>Approx.%</i>	<i>No. of Shares</i>	<i>Approx.%</i>
Rich Monitor Limited ( <i>Note 1</i> )	1,033,300,000	29.00	1,033,300,000	24.17
<b>Public Shareholders</b>				
Placees under the Share Placing	—	—	712,000,000	16.66
Mr. Shen Angang ( <i>Note 2</i> )	180,000,000	5.05	180,000,000	4.21
Other public Shareholders	<u>2,349,369,363</u>	<u>65.95</u>	<u>2,349,369,363</u>	<u>54.96</u>
Total	<u>3,562,669,363</u>	<u>100.00</u>	<u>4,274,669,363</u>	<u>100.00</u>

*Notes:*

1. Rich Monitor Limited is wholly owned by Mrs. Chu Yuet Wah.
2. Based on the information of Disclosure of Interest on the Stock Exchange website.

By order of the Board  
**Interchina Holdings Company Limited**  
**Lam Cheung Shing, Richard**  
*Executive Director*

Hong Kong, 30 December 2011

*As at the date of this announcement, the executive Directors are Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun and Mr. Wong Hin Shek; and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Chi Chi Hung, Kenneth.*