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## **INTERCHINA HOLDINGS COMPANY LIMITED**

**國中控股有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 202)**

### **COMPLETION OF THE VERY SUBSTANTIAL DISPOSAL IN RELATION TO DEEMED DISPOSAL OF INTEREST IN HEILONGJIANG INTERCHINA**

Reference are made to (i) the circular of Interchina Holdings Company Limited (the “**Company**” together with its subsidiaries, the “**Group**”) dated 28 September 2012 (the “**Circular**”) in relation to, among other things, the very substantial transaction of the Company regarding the Non-public Share Issue by Heilongjiang Interchina, a former subsidiary of the Group as well as the Deemed Disposal; (ii) the announcement of the Company dated 19 October 2012 in respect of the poll results of the extraordinary general meeting of the Company held on 19 October 2012 to approve the Non-public Share Issue and the Deemed Disposal; and (iii) the announcement of the Company dated 18 April 2013 in respect of Heilongjiang Interchina received the Approval Notice dated 12 April 2013 from the CSRC to approve the Non-public Share Issue. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Company would like to announce that completion of the Non-public Share Issue took place on 21 June 2013. Heilongjiang Interchina issued an aggregate of 155,024,691 Heilongjiang Interchina New Shares (the “**New Shares**”) to 8 institutional investors at a price of RMB 8.1 per share raising net proceeds of approximately RMB1,215,000,000.

As at 21 June 2013, the total number of Heilongjiang Interchina Shares, as enlarged by the New Shares under the Non-public Share Issue, is 582,249,691 shares, diluting the Group's percentage share interest in Heilongjiang Interchina from 28.02% to 20.56%. The Group will continue to be the single largest shareholder of Heilongjiang Interchina and it will retain as an associate investment of the Group.

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

Hong Kong, 24 June 2013

*As at the date of this announcement, the executive Directors are Mr. Jiang Zhaobai, Mr. Shen Angang, Mr. Lam Cheung Shing, Richard, Mr. Zhu Deyu and Mr. Lu Yaohua, and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Chen Yi, Ethan.*