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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)

UPDATE ON THE VERY SUBSTANTIAL DISPOSAL IN RELATION TO DEEMED DISPOSAL OF SUBSIDIARY

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; and (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. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

Update on the very substantial disposal

The Company announces that, on 18 April 2013, Heilongjiang Interchina, an associate investment of the Company, in which the Company holds a 28.03% interests, received the formal approval notice (the “**Approval Notice**”) dated 12 April 2013 from the CSRC that the Non-public Share Issue was approved and the Approval Notice will be valid for a period of six months from its issue date. According to the Approval Notice, the Non-public Share Issue should strictly comply with, among other things, the details set out in the relevant application document submitted to CSRC, and timely report to CSRC for appropriate actions as prescribed should there be any material event that would affect the Non-public Share Issue.

As at the date of this announcement, the Company holds 28.03% equity interest in Heilongjiang Interchina. Assuming the maximum number of 160,000,000 Heilongjiang Interchina New Shares will be issued, upon the completion of the Non-public Share Issue, the shareholding interest of the Group in Heilongjiang Interchina will decrease from 28.03% to 20.39%. It expects that the Non-public Share Issue will be completed before 12 October 2013. Announcement regarding the completion of the Non-public Share Issue as well as the Deemed Disposal will be made by the Company as and when appropriate.

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

Hong Kong, 18 April 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.