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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**

The Board announces that on 31 January 2013, the Group had disposal of 21,360,000 of Heilongjiang Interchina Shares, representing approximately 5% of the issued share capital of Heilongjiang Interchina at RMB8.03 per Heilongjiang Interchina Share, via the bulk-volume trading system of the Shanghai Stock Exchange. The Disposal is in accordance with the terms of the Disposal Mandate approved by the Shareholders at the Company's extraordinary general meeting held on 19 October 2012.

Immediate after the Disposal, the Group's interests in Heilongjiang Interchina has been reduced from 187,025,000 Heilongjiang Interchina Shares, representing approximately 43.78% of the issued share capital of Heilongjiang Interchina to 165,665,000 Heilongjiang Interchina Shares, representing approximately 38.78% of the issued share capital of Heilongjiang Interchina.

Reference is made to the announcement of Interchina Holdings Company Limited (the "**Company**") dated 15 January 2013, 17 January 2013 and 28 January 2013 (the "**Announcements**") and the Company's circular dated 28 September 2012 (the "**Circular**") in relation to, among other things, the very substantial transaction of the Company regarding the Disposal Mandate. 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 obtained the Disposal Mandate from its Shareholders for disposal of up to 110,000,000 Heilongjiang Interchina Shares for a period of six months from 19 October 2012. Details of the Disposal Mandate were set out in the Circular. The Board announces that on 31 January 2013, the Group had disposal of 21,360,000 of Heilongjiang Interchina Shares, representing approximately 5% of the issued share capital of Heilongjiang Interchina at RMB8.03 per Heilongjiang Interchina Share, via the bulk-volume trading system of the Shanghai Stock Exchange (the "**Disposal**"). The Disposal is in accordance with the terms of the Disposal Mandate approved by the Shareholders at the Company's extraordinary general

meeting held on 19 October 2012.

Immediate after the Disposal, the Group's interests in Heilongjiang Interchina has been reduced from 187,025,000 Heilongjiang Interchina Shares, representing approximately 43.78% of the issued share capital of Heilongjiang Interchina to 165,665,000 Heilongjiang Interchina Shares, representing approximately 38.78% of the issued share capital of Heilongjiang Interchina. As at 31 January 2013, pursuant to the Disposal Mandate, an aggregate of 64,060,000 Heilongjiang Interchina Shares were disposed by the Group, representing approximately 14.99% of the issued share capital of Heilongjiang Interchina. Details of the disposal are as follows:

<b>Date of disposal</b>	<b>Disposal price per Heilongjiang Interchina Share</b>	<b>Number of Heilongjiang Interchina Shares Disposed</b>	<b>Approximate % to the issued share capital of Heilongjiang Interchina</b>
14 January 2013	RMB8.03	18,940,000	4.43%
16 January 2013	RMB8.03	2,400,000	0.56%
28 January 2013	RMB8.03	21,360,000	5.00%
31 January 2013	RMB8.03	21,360,000	5.00%
	<b>Total</b>	<u><u>64,060,000</u></u>	<u><u>14.99%</u></u>

Depending on the market conditions, the Group will continue to dispose of the remaining of 45,940,000 Heilongjiang Interchina Shares, representing approximately 10.75% of the issued share capital of Heilongjiang Interchina pursuant to the Disposal Mandate. The Company will make update announcement on the progress of the very substantial disposal at the appropriate time.

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

Hong Kong, 31 January 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 Yongjun, 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.*