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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)

ANNOUNCEMENT CHANGE IN SHAREHOLDING

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited and the inside information provisions under Part XIVA of the SFO.

Reference is made to the announcement of the Company dated 3 July 2013 (the “**Announcement**”) in relation to, among other things, the Possible Acquisition. Capitalised terms used in this announcement shall have the same meanings as those used in the Announcement unless otherwise defined.

After the trading hours on 5 July 2013, the Company has been informed by Mr. Jiang Zhaobai (“**Mr. Jiang**”), the chairman and executive director of the Company, that he entered into a sale and purchase agreement with Mrs. Chu Yuet Wah (“**Mrs. Chu**”), another substantial shareholder of the Company pursuant to which he had agreed to acquire the entire equity interest of Rich Monitor Limited (“**RML**”) from Mrs. Chu at the consideration of HK\$440,000,000 (the “**Consideration**”). RML is wholly and beneficially owned by Mrs. Chu and owns 1,033,300,000 shares in issued share capital of the Company (the “**Sale Shares**”), representing approximately 16.999% of total issued share capital of the Company. The Company has been informed by Mr. Jiang, the Consideration is calculated based on the Sale Shares at a price of approximately HK\$0.4258 each and the completion of the transaction shall take place in three business days from the date of the sale and purchase agreement.

Immediately upon the completion of the transaction, the shareholding of Mr. Jiang will increase from approximately 11.664% to approximately 28.663% of the total issued share capital of the Company, and RML or Mrs. Chu will cease to be the shareholder of the Company.

Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

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

Hong Kong, 5 July 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.