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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)

TERMINATION OF THE DISCLOSEABLE AND CONNECTED TRANSACTION

Reference is made to the announcements of Interchina Holdings Company Limited dated 16 December 2012, 9 January 2013, 31 January 2013, 28 February 2013, 28 March 2013, 31 May 2013, 31 July 2013 and 27 September 2013 (collectively, the “**Announcements**”) in relation to, among other things, the discloseable and connected transaction of the Company regarding the Acquisition. Capitalised terms used in this announcement shall have the same meanings as those used in the Announcements unless otherwise defined.

Termination Deed

Taking into account certain consents and licences required to be obtained by Pengxin Agricultural Group in respect of the transactions contemplated under the Sale and Purchase Agreement are unlikely to be obtained prior to the Long Stop Date, on 26 November 2013, the Company and Mr. Jiang entered into a termination deed (the “**Termination Deed**”) to terminate the Sale and Purchase Agreement (the “**Termination**”). Pursuant to the Termination Deed, Mr. Jiang shall refund the Deposit (with interest) to the Company within 7 days after execution of the Termination Deed. Subject to the refund of the Deposit (with interest) by Mr. Jiang, each of the Company and Mr. Jiang discharges and releases each other from the performance of any obligations under the Sale and Purchase Agreement.

The Board considers that the Termination will not have any material adverse impact on the existing business, operation and financial position of the Group.

By Order of the board of directors
Interchina Holdings Company Limited
Lam Cheung Shing, Richard
Chief Executive Officer and Executive Director

Hong Kong, 26 November 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, Mr. Lu Yaohua and Mr. Gu Yungao; and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Chen Yi, Ethan.