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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: 00202)**

### **CHANGES IN DIRECTORSHIPS AND APPOINTMENT OF CHAIRMAN**

The Board would like to announce that Mr. Jiang has been appointed as executive Director and Chairman of the Company, Mr. Zhu and Mr. Lu have been appointed as executive Director of the Company and Mr. Choi was resigned as an executive Director of the Company with effect from 24 September 2012.

#### **APPOINTMENT OF DIRECTORS**

The board of Directors (the “**Board**”) of Interchina Holdings Company Limited (the “**Company**”) announces that Mr. Jiang Zhaobai (“**Mr. Jiang**”) has been appointed as executive Director and Chairman of the Company and Mr. Zhu Deyu (“**Mr. Zhu**”) and Mr. Lu Yaohua (“**Mr. Lu**”) have been appointed as executive Director of the Company with effect from 24 September 2012.

Set out below are the biographies of each of Mr. Jiang, Mr. Zhu and Mr. Lu (the “**Appointed Directors**”):

Mr. Jiang, aged 49, is the chairman of the board of Shanghai Pengxin Group Co., Ltd. (“**Pengxin Group**”). Mr. Jiang is the founder of Pengxin Group and Shanghai Pengxin Real Estate Development Co., Ltd. (“**Pengxin Real Estate**”) and has 25 years experience in real estate development and investment. He was the chairman of Pengxin Group during the period from April 1997 to May 2000 and the chairman of Pengxin Real Estate during the period from January 1995 to March 1997. Mr. Jiang is currently vice president of China Non-Government Enterprise Directors Association\* (中國民營企業家協會) and a rotating chairman of New Shanghai Businessman Federation\* (上海新滬商聯合會). He graduated in Nanjing Institute of Architecture and Civil Engineering and was admitted to an Executive Master of Business

Administration degree at China Europe International Business School in June 2005. As at the date of this announcement, Mr. Jiang is interested in 709,000,000 shares of the Company, representing approximately 11.66% of the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance, through Pengxin Holdings Company Limited, a company incorporated in British Virgin Island and is the beneficially wholly-owned by Mr. Jiang and is one of the substantial shareholder of the Company.

Mr. Zhu, aged 49, has over 20 years experience in investment and corporate management. He was chairman of Zhejiang Beingmate Technology, Industry & Trading Co., Ltd. and president of Beingmate Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange and its stock code is 002570) from 2002 to mid of 2012. Mr. Zhu worked in a number of reputable companies in the PRC during the period from 1992 to 2001, including manager of the project investment department of Hainan Liuhe Market Development Co., Ltd.\* (海南六合市場開發股份有限公司), general manager of Shanghai Rongjie Real Estate Development Co., Ltd.\* (上海融捷房地產投資發展有限公司), vice-general manager of Shanghai branch of Guangzhou Sino baron Environmental Protection Equipment Co., Ltd. and China marketing manager of Germany Babcock Group (Shanghai) Co., Ltd. Mr. Zhu graduated in food inspection from Hangzhou University of Commerce (now known as Zhejiang Gongshang University) and obtained a master's degree in business administration from Donghua University. As at the date of this announcement, Mr. Zhu has personal interest in 10,000,000 shares of the Company representing approximately 0.16% of the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Lu, aged 47, has 25 years experience in dairy sector and corporate management. He was president and director of Shandong Yatai Zhonghui Group Co., Ltd.\* (山東亞太中慧集團有限公司) from 2010 to 2012. He was vice-president, director and communist party committee secretary of Bright Dairy & Food Co., Ltd. (a company listed on the Shanghai Stock Exchange and its stock code is 600597) as well as chairman and general manager of Shanghai Danone Yoghurt Co., Ltd. from 2005 to 2010 respectively and served as general manager and vice-president of milk division of Shanghai Bright Dairy & Food Co., Ltd. and managing director of Shanghai Bright Holstan Co., Ltd. from 1997 to 2005. He was also chairman of Shanghai Institute of Dairy Science and officer of Shanghai Dairy Cattle Breeding Centre as well as executive of the fine breed station from 1995 to 1997. He was appointed as animal husbandry expert and project manager of Shanghai Dairy Group Co., Ltd. from 1987 to 1995. He was technician of Shanghai Institute of Dairy Science and secretary of China Dairy Association from 1985 to 1987. Mr. Lu graduated from Shanghai Agricultural College with a bachelor's degree in agricultural with major in the animal husbandry and obtained a qualification of senior technical translation from Simon Fraser University, Canada in September 1992. He also graduated from East China Normal University as on-the-job graduate student with western economic in January 1997. As at the date of this announcement, Mr. Lu has personal interest in 10,000,000 shares of the Company representing approximately 0.16% of the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

The Appointed Directors have not entered into any service contract with the Company and they are not appointed for any specific term of service with the Company. They shall hold office until the following general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company and the Listing Rules. Their remuneration will be determined by the Board with reference to experience, duties and responsibilities with the Company and the prevailing market condition.

Save as disclosed above, as at the date of this announcement, (i) each of the Appointed Directors did not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company and has not held any other positions with the Group; (ii) each of the Appointed Directors did not hold any directorship in any other listed companies in the past three years before the date of this announcement; (iii) there were no other matters that are required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules; and (iv) there were no other matters that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to welcome Mr. Jiang, Mr. Zhu and Mr. Lu on board.

## **RESIGNATION OF DIRECTOR**

The Board announces that Mr. Choi Fun Tai, Bosco (“**Mr. Choi**”) tendered his resignation as an executive director of the Company with effect from 24 September 2012 due to he needs to devote more time to his other business engagement. Mr. Choi has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the shareholders of the Company in respect of his resignation.

The Board wishes to express its appreciation for Mr. Choi’s valuable contribution to the Company during his tenures of office.

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

Hong Kong, 24 September 2012

*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.*

*\* For identification purpose only.*