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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 976)

COMPLETION OF THE PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES

The Board is pleased to announce that (a) completion of the Placing took place on 19 April 2011 where an aggregate of 60,000,000 Placing Shares were placed by the Vendors through the Placing Agent to not less than six Placees who are Independent Third Parties at the Placing Price of HK\$6.60 per Placing Share; and (b) completion of the Subscription took place on 29 April 2011 where the Company issued and allotted 30,000,000 Subscription Shares to each of the Vendors at the Subscription Price of HK\$6.60 per Subscription Share. The Company has received net proceeds of approximately HK\$385.7 million from the Subscription.

Reference is made to the announcement of Chiho-Tiande Group Limited (the “**Company**”) dated 15 April 2011 in relation to the placing of an aggregate of 60,000,000 existing Shares and the subscription of 60,000,000 new Shares by the Vendors (the “**Announcement**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement.

The Board is pleased to announce that:

- (a) completion of the Placing took place on 19 April 2011 where an aggregate of 60,000,000 Placing Shares were placed by the Vendors through the Placing Agent to not less than six Placees who are Independent Third Parties at the Placing Price of HK\$6.60 per Placing Share; and
- (b) all the conditions for the completion of the Subscription have been fulfilled and completion of the Subscription took place on 29 April 2011 where the Company issued and allotted 30,000,000 Subscription Shares to each of the Vendors at the Subscription Price of HK\$6.60 per Subscription Share (which is equivalent to the Placing Price). The Subscription Shares were issued and allotted

to the Vendors pursuant to the general mandate granted to the Directors pursuant to the written resolutions of all Shareholders passed on 23 June 2010. The Company has received net proceeds of approximately HK\$385.7 million from the Subscription.

The following table sets out the shareholding structure of the Company immediately before and after the completion of the Placing and the Subscription:

	Immediately before completion of the Placing		Immediately after completion of the Placing but before the Subscription		Immediately after the completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>Approx. %</i>
HWH	345,000,000	34.50	315,000,000	31.50	345,000,000	32.55
Delco	345,000,000	34.50	315,000,000	31.50	345,000,000	32.55
Green Elite (<i>Note</i>)	60,000,000	6.00	60,000,000	6.00	60,000,000	5.66
Public	250,000,000	25.00	310,000,000	31.00	310,000,000	29.24
Total	1,000,000,000	100.00	1,000,000,000	100.00	1,060,000,000	100.00

Note: Green Elite is beneficially owned as to 50% by HWH and 50% by Delco respectively.

By Order of the Board
Chiho-Tiande Group Limited
Fang Ankong
Chairman

Hong Kong, 29 April 2011

As at the date of this announcement, the Board comprises:

Executive Directors: Fang Ankong, Stephanus Maria van Ooijen, Gu Liyong
Non-executive Director: Ralph Sytze Ybema
Independent non-executive Directors: Loke Yu, Li Xikui, Zhang Jingdong