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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)**

### **FURTHER ANNOUNCEMENT**

**ON**

### **EXTENSION OF MATURITY DATE OF CONVERTIBLE BONDS AND CONNECTED TRANSACTIONS IN RELATION TO THE AGREEMENTS BY CERTAIN BONDHOLDERS TO EXTEND THE MATURITY DATE OF THE CONVERTIBLE BONDS**

Reference is made to the announcements (the “**Announcements**”) of Chiho-Tiande Group Limited (the “**Company**”) dated 5 March 2015 and 10 March 2015, respectively, in relation to, among others, the extension of the maturity date of the 4% coupon convertible bonds issued by the Company on 1 March 2012 in the aggregate principal amount of HK\$815,800,000. Unless otherwise stated, all capitalized terms used in this announcement shall have the same meanings as stated in the Announcements.

The Company announces that on 18 March 2015, it entered into a supplemental undertaking with Delco (the “**Delco Supplemental Undertaking**”) whereby the parties agreed that in the event that the approval for the Extension by the Independent Shareholders is not obtained by 31 July 2015, the Extension will not occur and:-

- (i) if completion of the HWH-Delco SPA has taken place in accordance with its terms by 31 July 2015, the Company will pay to Delco such amount as is equivalent to the principal amount of Delco’s Convertible Bonds plus all unpaid interests accrued thereon from 1 March 2015 up to such date of payment in seven separate quarterly instalments commencing 1 September 2015; and
- (ii) if completion of the HWH-Delco SPA has not taken place in accordance with its terms, the Company shall, by no later than 31 July 2015, repay Delco the full principal amount of Delco’s Convertible Bonds together with all unpaid interests accrued thereon from 1 March 2015.

Save as disclosed above, all other terms and conditions under the Delco Undertaking remain unchanged and are in full force and effect.

The Delco Undertaking, as amended by the Delco Supplemental Undertaking, will be subject to the approval of the Independent Shareholders at the EGM, details of which will be set out in the circular to be despatched to the Shareholders.

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

Hong Kong, 18 March 2015

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

*Executive Directors:* Fang Ankong, Gu Liyong

*Independent Non-Executive Directors:* Loke Yu, Zhang Jingdong, Zhu Dajian