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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)

DELAY IN DESPATCH OF CIRCULAR ON THE CONNECTED TRANSACTION IN RELATION TO THE SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE APPLICATION FOR WHITEWASH WAIVER AND NOTICE OF EGM

Reference is made to the announcements (the “**Announcements**”) issued by the Company on 27 March 2015 and 9 April 2015 in relation to, among other matters, the connected transaction in relation to the Second Subscription and the application for the Whitewash Waiver and the CB Whitewash Waiver. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise stated.

Pursuant to Rule 8.2 of the Takeovers Code, the Company is required to despatch a circular of the Company (the “**Circular**”) containing, among other matters, further details of the Second Subscription, the Whitewash Waiver and the CB Whitewash Waiver and a notice of the EGM to the Shareholders within 21 days after the publication of the announcement dated 27 March 2015, which shall be on or before 17 April 2015.

As the draft Circular is still being reviewed by the Executive and the Stock Exchange and the Company requires additional time to prepare and finalise the financial information to be included in the Circular, the Company has applied to the Executive for consent to extend the date of despatch of the Circular to a date no later than 28 April 2015 and the Executive has indicated that it is minded to grant consent.

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

Hong Kong, 17 April 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

As at the date of this announcement:

- (a) the sole director of the Subscriber is Ms. Danni Chan; and
- (b) the directors of USUM comprise Tu Jianhua, Yue Longqiang, Duan Xiaohua, Yang Weimin, Xiao Hua'an, Peng Jianqiang, Huang Hongyun, Xiang Hua, Song Xiaoping, Liao Changguang and Wang Huadong.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Subscriber) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Subscriber) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The sole director of the Subscriber and the directors of USUM jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Group) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinion expressed in this announcement (other than those expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.