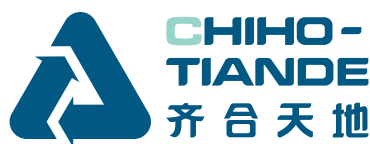


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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 976)

DESPATCH OF CIRCULAR IN RELATION TO 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 (collectively the “**Announcements**”) issued by the Company on 27 March 2015, 9 April 2015 and 17 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.

The Board is pleased to announce that the circular of the Company (the “**Circular**”) containing further details of the Transactions has been despatched by the Company to the Shareholders on 28 April 2015.

Independent Shareholders are advised to consider the Circular, and in particular, the “Letter from the Independent Board Committee” and the “Letter from Independent Financial Adviser” as set out on pages 39 to 40 and pages 41 to 66 of the Circular respectively before deciding to vote in favour of or against the resolutions to be proposed at the EGM to approve the Transactions and the CB Whitewash Waiver.

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

Hong Kong, 28 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.