

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA STARCH HOLDINGS LIMITED
中國澱粉控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3838)

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

Reference is made to the announcement of the Company dated 4 February 2010 (the “**Announcement**”) in relation to the Placing and the Subscription.

The Board is pleased to announce that all the conditions set out in the Placing Agreement and the Subscription Agreement have been fulfilled. The Placing and the Subscription were completed on 8 February 2010 and 10 February 2010 respectively.

Reference is made to the announcement of the Company dated 4 February 2010 (the “**Announcement**”) in relation to the Placing and the Subscription.

Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

The Board is pleased to announce that all the conditions set out in the Placing Agreement and the Subscription Agreement have been fulfilled.

The Placing was completed on 8 February 2010. An aggregate of 277,340,000 Placing Shares were placed by the Placing Agent to not fewer than six placees, who (and where applicable, their ultimate beneficial owners) are independent of and not connected with the Company or any members of the Group, their respective directors, chief executive or substantial shareholders, or any of their respective associates, and otherwise not connected person of the Company nor acting in concert (as defined in the Takeovers Code) with the Vendor or its associates, at the placing price of HK\$1.40 per Placing Share. None of the placees has become a substantial shareholder of the Company immediately following completion of the Placing and as a result of the Placing.

The Subscription was completed on 10 February 2010, where the Company allotted and issued 277,340,000 Subscription Shares to the Vendor at a subscription price of HK\$1.40 per Subscription Share.

The changes of the shareholding of the Company as a result of the Placing and the Subscription are as follow:

Shareholders	Immediately before the Placing		Immediately after the Placing but before the Subscription		Immediately after the Placing and the Subscription	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
The Vendor (<i>Note</i>)	1,750,000,000	66.99	1,472,660,000	56.37	1,750,000,000	60.56
Placees	–	–	277,340,000	10.62	277,340,000	9.59
Public (excluding the Placees)	<u>862,500,000</u>	<u>33.01</u>	<u>862,500,000</u>	<u>33.01</u>	<u>862,500,000</u>	<u>29.85</u>
Total:	<u>2,612,500,000</u>	<u>100.00</u>	<u>2,612,500,000</u>	<u>100.00</u>	<u>2,889,840,000</u>	<u>100.00</u>

Note: The Vendor, a company incorporated in the British Virgin Island, is owned as to approximately 54.5833% by Mr. Tian Qixiang (the Chairman of the Company and an executive Director), 25% by Mr. Gao Shijun (the Chief Executive Officer of the Company and an executive Director), approximately 0.4163% by Mr. Yu Yingquan (an executive Director), approximately 16.67% by Guo Zhibo and approximately 0.4163% by each of Huo Dengke, Zhou Jincheng, Wang Shaofa, Zhang Junhua, Liu Bo, Tian Xiaoli, Zhang Mingrong and Li Mingwen.

By Order of the Board of
China Starch Holdings Limited
Tian Qixiang
Chairman

Hong Kong, 10 February 2010

As at the date of this announcement, the Company's executive Directors are Mr. Tian Qixiang, Mr. Gao Shijun, Mr. Yu Yingquan and Mr. Liu Xianggang and the independent non-executive Directors are Ms. Dong Yanfeng, Ms. Yu Shumin, Mr. Cao Zenggong and Mr. Yue Kwai Wa, Ken.