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CHINA HAIDIAN HOLDINGS LIMITED

中國海澱集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 256)

COMPLETION OF A MAJOR TRANSACTION

Financial Adviser to China Haidian Holdings Limited



Reference is made to the circular of China Haidian Holdings Limited (the “**Company**”) dated 25 June 2013 in respect of the Acquisition (the “**Circular**”). Terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the Acquisition was completed on 9 July 2013. The Target Company after consultation with the Company and the Vendors determined that the amount of Indebtedness as at the Closing Date was CHF51.6 million (equivalent to approximately HK\$428.3 million). Accordingly, the Consideration was determined to be CHF28.4 million (equivalent to approximately HK\$235.7 million). As at the Closing Date, the Company issued 404,625,000 Consideration Shares to the Vendors and their nominees. The Company did not pay any Consideration in cash. On the Closing Date, the Company and the Target Company also executed the Closing Loan A Agreement, the Closing Loan B Agreement and the Shares Loan Agreement. The Pavilion Purchase Agreement was also executed on 9 July 2013.

The following table sets out the shareholding structure of the Company immediately before the issue of the Consideration Shares, immediately after the issue of the Consideration Shares and as at the date of this announcement:

	Immediately before the issue of the Consideration Shares		Immediately after the issue of the Consideration Shares and as at the date of this announcement	
	Number of Shares	%	Number of Shares	%
Full Day Limited (<i>Note 1</i>)	1,750,000,000	40.50	1,750,000,000	37.03
Sincere View International Limited (<i>Note 1</i>)	1,088,195,515	25.18	1,088,195,515	23.03
Hon Kwok Lung (<i>Note 1</i>)	3,500,000	0.08	3,500,000	0.07
Lam Suk Ying (<i>Note 1</i>)	1,374,000	0.03	1,374,000	0.03
Shang Jianguang (<i>Note 2</i>)	8,000,000	0.19	8,000,000	0.17
Shi Tao (<i>Note 2</i>)	5,000,000	0.12	5,000,000	0.11
Lam Toi Man (<i>Note 2</i>)	3,500,000	0.08	3,500,000	0.07
Fung Tze Wa (<i>Note 3</i>)	2,100,000	0.05	2,100,000	0.04
<i>Public Shareholders:</i>				
Vendors and their nominees	–	–	404,625,000	8.56
Other public Shareholders	1,459,280,691	33.77	1,459,280,691	30.89
Total	<u>4,320,950,206</u>	<u>100.00</u>	<u>4,725,575,206</u>	<u>100.00</u>

Notes:

1. Full Day Limited is wholly-owned by Mr. Hon Kwok Lung. Sincere View International Limited is owned as to 80% by Mr. Hon Kwok Lung and 20% by Ms. Lam Suk Ying, the spouse of Mr. Hon Kwok Lung. Mr. Hon Kwok Lung is the Chairman of the Company.
2. Mr. Shang Jianguang, Mr. Shi Tao and Mr. Lam Toi Man are executive Directors.
3. Mr. Fung Tze Wa is an independent non-executive Director.

By order of the Board
China Haidian Holdings Limited
Hon Kwok Lung
Chairman

Hong Kong, 10 July 2013

As at the date of this announcement, the Board comprises Mr. Hon Kwok Lung, Mr. Shang Jianguang, Mr. Shi Tao, Mr. Lam Toi Man, Mr. Bi Bo and Ms. Sit Lai Hei as the executive Directors; and Mr. Fung Tze Wa, Dr. Kwong Chun Wai, Michael and Mr. Li Qiang as the independent non-executive Directors.