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Yuanda China Holdings Limited

遠大中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2789)

CONNECTED TRANSACTIONS

Supplemental Agreement and Yuanda Jiayuan Agreement

On 10 September 2013, Shenyang Yuanda, a wholly-owned subsidiary of the Company, and Yuanda Property Development entered into (1) the Supplemental Agreement pursuant to which Shenyang Yuanda will design, supply, manufacture and install the aluminium alloy windows and doors of additional buildings in addition to those buildings stated in the Original Agreement within the Yuanda Garden for approximately RMB15.7 million (equivalent to approximately HK\$19.9 million); (2) the Yuanda Jiayuan Agreement pursuant to which Shenyang Yuanda will design, supply, manufacture and install the aluminium alloy windows and doors of certain buildings in Yuanda Jiayuan for approximately RMB10.8 million (equivalent to approximately HK\$13.7 million).

Design Agreements

On 10 September 2013, Shenyang Yuanda entered into the First Design Agreement and the Second Design Agreement with Yuanda Property Development for (a) the construction design of curtain walls for Yuanda Xintiandi Commercial Centre, and (b) the construction design of curtain walls for Yuanda Garden Commercial Project for an aggregate consideration of approximately RMB40 million (equivalent to approximately HK\$50.8 million).

Design and Consulting Services Agreement

On 10 September 2013, Shenyang Yuanda entered into the Design and Consulting Services Agreement with Yuanda Group pursuant to which Shenyang Yuanda will assist Yuanda Group with the feasibility study and provide construction and engineering design consulting services for the proposed construction materials industrial park of Yuanda Group in Africa for the consideration of RMB53 million (equivalent to approximately HK\$67.3 million).

Construction Agreements

On 10 September 2013, Shenyang Yuanda entered into the First Construction Agreement with Yuanda Technology Electrical pursuant to which Shenyang Yuanda will renovate the outer wall of the production facilities of Yuanda Technology Electrical for the consideration of RMB55.8 million (equivalent to approximately HK\$78.9 million).

On 10 September 2013, Shenyang Yuanda entered into the Second Construction Agreement with Yuanda Mechanical & Electrical pursuant to which Shenyang Yuanda will renovate the outer wall of the production facilities of Yuanda Mechanical & Electrical for the consideration of RMB75.2 million (equivalent to approximately HK\$95.5 million).

Listing Rules implications

Yuanda Property Development, Yuanda Technology Electrical and Yuanda Mechanical & Electrical are wholly-owned subsidiaries of Yuanda Group, which is in turn beneficially owned by Mr. Kang, an executive Director and the controlling shareholder of the Company. Accordingly, Yuanda Property Development, Yuanda Technology Electrical, Yuanda Mechanical & Electrical and Yuanda Group are connected persons of the Company and the transactions contemplated under the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement constitute connected transactions for the Company for the purpose of the Listing Rules.

As one of the applicable percentage ratios of the Supplemental Agreement when aggregated with the Original Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement is more than 5%, the transactions contemplated thereunder are subject to the reporting, announcement and the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

An Independent Board Committee will be established to advise the Independent Shareholders in relation to the terms of the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement. An independent financial adviser has been appointed to advise the Independent Board Committee and the Independent Shareholders in relation to the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement. Mr. Kang and his associates will abstain from voting on the proposed resolutions to approve the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder at the EGM.

A circular containing, among other things, information on the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement, the recommendations of the Independent Board Committee to the Independent Shareholders in relation to Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement, a letter of advice from an independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation thereto and the notice for the EGM to approve the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder is expected to be despatched to the Shareholders on or before 3 October 2013.

THE SUPPLEMENTAL AGREEMENT

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and

(2) Yuanda Property Development. Yuanda Property Development is principally engaged in property development. It is a wholly-owned subsidiary of Yuanda Group, which is in turn beneficially owned by Mr. Kang, an executive Director and the controlling shareholder of the Company. Accordingly, Yuanda Property Development is an associate of a connected person of the Company for the purpose of the Listing Rules.

Subject matter: Shenyang Yuanda will design, supply, manufacture and install the aluminium alloy windows and doors of certain additional buildings in addition to the buildings stated in the Original Agreement within the Yuanda Garden, a residential property project being developed by Yuanda Property Development located at 11# Street, Shenyang Economic & Technological Development Area (瀋陽經濟技術開發區), Shenyang, the PRC.

Consideration: The consideration for the work under the Supplemental Agreement is approximately RMB15.7 million (equivalent to approximately HK\$19.9 million), subject to adjustment in accordance with the actual area built. The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the Supplemental Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Property Development in stages in accordance with the following schedule:

- 30% of the consideration will be paid upon the signing of the Supplemental Agreement;
- 80% of the consideration for the work performed during each calendar month will be paid on a monthly basis; and
- the balance of the consideration will be paid upon the completion of the quality inspection of the project.

THE YUANDA JIAYUAN AGREEMENT

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and
(2) Yuanda Property Development.

Subject matter: Shenyang Yuanda will design, supply, manufacture and install the aluminium alloy windows and doors of certain buildings at Yuanda Jiayuan, a residential property project being developed by Yuanda Property Development located at the Central Avenue of the Shenyang Economic & Technological Development Area, Shenyang, the PRC.

Consideration: The consideration for the work under the Yuanda Jiayuan Agreement is approximately RMB10.8 million (equivalent to approximately HK\$13.7 million), subject to adjustment in accordance with the actual area built. The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the Yunada Jiayuan Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Property Development in stages in accordance with the following schedule:

- 30% of the consideration will be paid upon the signing of the Yuanda Jiayuan Agreement;
- 80% of the consideration for the work performed during each calendar month will be paid on a monthly basis; and
- the balance of the consideration will be paid upon the completion of the quality inspection of the project.

THE DESIGN AGREEMENTS

The First Design Agreement

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and
(2) Yuanda Property Development.

Subject matter: Shenyang Yuanda will design and provide the schematic design plan and the detailed construction drawings of the curtain walls for Yuanda Xintiandi Commercial Centre (遠大新天地商業中心), a commercial development project of Yuanda Property Development located in Shanghai, the PRC.

Consideration: The consideration for the work under the First Design Agreement is RMB20.0 million (equivalent to approximately HK\$25.4 million). The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the First Design Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Property Development in stages in accordance with the following schedule:

- 20% of the consideration will be paid within 14 days after the signing of the First Design Agreement;
- 30% of the consideration will be paid within 14 days after the delivery of the schematic design plans; and
- 50% of the consideration will be paid within 14 days after the delivery of the detailed construction drawings of the project.

The Second Design Agreement

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and
(2) Yuanda Property Development.

Subject matter: Shenyang Yuanda will design and provide the schematic design plan and the detailed construction drawings of the curtain walls for the commercial areas of Yuanda Garden, a residential project being developed by Yuanda Property Development in Shenyang, the PRC.

Consideration: The consideration for the work under the Second Design Agreement is RMB20.0 million (equivalent to approximately HK\$25.4 million). The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the Second Design Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Property Development in stages in accordance with the following schedule:

- 20% of the consideration will be paid within 14 days after the signing of the Second Design Agreement;
- 30% of the consideration will be paid within 14 days after the delivery of the schematic design plans; and
- 50% of the consideration will be paid within 14 days after the delivery of the detailed construction drawings of the project.

THE DESIGN AND CONSULTING SERVICES AGREEMENT

Date: 10 September 2013

Parties:

- (1) Shenyang Yuanda; and
- (2) Yuanda Group, which is a company incorporated in the PRC and is beneficially owned by Mr. Kang, an executive Director and the controlling shareholder of the Company. Yuanda Group is therefore a connected person of the Company for the purpose of the Listing Rules.

Subject matter: Yuanda Group is investigating into the development of a construction materials industrial park in Africa. The proposed industrial park will cover an area of 4 square kilometres. Pursuant to the terms of the Design and Consulting Services Agreement, Shenyang Yuanda will assist Yuanda Group to conduct feasibility study on the development and provide construction and engineering design consulting services for the proposed development.

Consideration: The consideration for the work under the Design and Consulting Services Agreement is RMB53.0 million (equivalent to approximately HK\$67.3 million). The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the Design and Consulting Services Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Group in stages in accordance with the following schedule:

- 20% of the consideration will be paid within 7 days after the signing of the Design and Consulting Services Agreement;
- 20% of the consideration will be paid within 7 days after the approval of the feasibility study of the industrial park;
- 20% of the consideration will be paid upon completion of 30% of the construction and engineering design drawings of the industrial park;
- 20% of the consideration will be paid upon completion of 60% of the construction and engineering design drawings of the industrial park; and
- 20% of the consideration will be paid within 7 days after the delivery of the detailed construction and engineering design drawings of the industrial park.

THE CONSTRUCTION AGREEMENTS

The First Construction Agreement

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and

(2) Yuanda Technology Electrical. Yuanda Technology Electrical is principally engaged in design, manufacturing and sale of industrial-scale electrical motors, converters and wind-power generators. It is a wholly-owned subsidiary of Yuanda Group and is a connected person of the Company for the purpose of the Listing Rules.

Subject matter: Shenyang Yuanda will renovate the outer wall of the facilities of Yuanda Technology Electrical.

Consideration: The consideration for the work under the First Construction Agreement is approximately RMB55.8 million (equivalent to approximately HK\$70.9 million). The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the First Construction Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Technology Electrical in stages in accordance with the following schedule:

- 30% of the consideration will be paid upon the signing of the First Construction Agreement;
- 20% of the consideration will be paid upon the completion of removal of glass of the outer wall;
- 30% of the consideration will be paid upon the completion of the renovation project; and
- 20% of the consideration will be paid upon the completion of the quality inspection of the project.

The Second Construction Agreement

Date: 10 September 2013

Parties: (1) Shenyang Yuanda; and

(2) Yuanda Mechanical & Electrical Equipment. Yuanda Mechanical & Electrical Equipment is principally engaged in design, manufacturing and sale of industrial-scale electrical motors and wind-power generators. It is a wholly-owned subsidiary of Yuanda Group and is a connected person of the Company for the purpose of the Listing Rules.

Subject matter: Shenyang Yuanda will renovate the outer wall of the facilities of Yuanda Mechanical & Electrical.

Consideration: The consideration for the work under the Second Construction Agreement is approximately RMB75.2 million (equivalent to approximately HK\$95.5 million). The consideration was determined after arm's length negotiations between the parties with reference to the work to be carried out by Shenyang Yuanda. As this transaction carries a slightly higher margin than the normal supply of such service to third party customers and are beneficial to the Company, the Directors, excluding the independent non-executive Directors, are of the view that the terms of the Second Construction Agreement were concluded after arm's length negotiations, the terms of which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The consideration will be paid by Yuanda Mechanical & Electrical in stages in accordance with the following schedule:

- 30% of the consideration will be paid upon the signing of the Second Construction Agreement;
- 20% of the consideration will be paid upon the completion of removal of glass of the outer wall;
- 30% of the consideration will be paid upon the completion of the renovation project; and
- 20% of the consideration will be paid upon the completion of the quality inspection of the project.

REASON FOR THE TRANSACTION

The Group is principally engaged in the manufacturing and sale of curtain walls. The works to be carried out under the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement are in the ordinary course of business of the Group. Given that the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement were entered into after arm's length negotiations and carry a slightly higher margin than the normal supply of such services to third party customers and are beneficial to the Company, the Directors (excluding the independent non-executive Directors) consider the terms were fair and reasonable and in the interests of the Company and the Shareholders as a whole. The view of the independent non-executive Directors, after considering the advice from the independent financial advisor, will be set out in the circular.

GENERAL

Yuanda Property Development, Yuanda Technology Electrical and Yuanda Mechanical & Electrical are wholly-owned subsidiaries of Yuanda Group, which is in turn beneficially owned by Mr. Kang, an executive Director and the controlling shareholder of the Company. Accordingly, Yuanda Property Development, Yuanda Technology Electrical, Yuanda Mechanical & Electrical and Yuanda Group are connected persons of the Company and the transactions contemplated under the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement constitute connected transactions for the Company for the purpose of the Listing Rules.

As one of the applicable percentage ratios of the Supplemental Agreement when aggregated with the Original Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement is more than 5%, the transactions contemplated under the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement are subject to the reporting, announcement and the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

An Independent Board Committee will be established to advise the Independent Shareholders in relation to the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder. An independent financial adviser has been appointed to advise the Independent Board Committee and the Independent Shareholders in relation to the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement.

A circular containing, among other things, information on the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement, the recommendations of the Independent Board Committee to the Independent Shareholders in relation to Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement, a letter of advice from an independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the notice for the EGM to approve Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder is expected to be despatched to the Shareholders on or before 3 October 2013.

Mr. Kang, who is the beneficial owner of Yuanda Group is considered to be interested in the transactions contemplated under the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement. Mr. Kang therefore has abstained from voting for the Board resolutions to approve the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreements, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder. Mr. Kang and his associates will also abstain from voting on the proposed resolutions approving the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder at the EGM.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“associate”	has the meaning ascribed to it under the Listing Rules;
“Board”	the board of directors of the Company;
“Company”	Yuanda China Holdings Limited, a company incorporated in the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange;
“connected person”	has the meaning ascribed to it under the Listing Rules;

“Design and Consulting Services Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Group in relation to the feasibility and consulting services on the development of the construction materials industrial park of Yuanda Group in Africa;
“Director(s)”	the director(s) of the Company;
“EGM”	the extraordinary general meeting to be convened to approve the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder;
“First Construction Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Technology Electrical in relation to the renovation of the outer walls of the production facilities of Yuanda Technology Electrical;
“First Design Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Property Development in relation to the construction design of the curtain walls of Yuanda Xintiandi Commercial Centre;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Independent Board Committee”	an independent committee of the Board, comprising all the independent non-executive Directors to be appointed by the Board to advise the Independent Shareholders in relation to the Supplemental Agreement, the Yuanda Jiayuan Agreement, the First Design Agreement, the Second Design Agreement, the Design and Consulting Services Agreement, the First Construction Agreement and the Second Construction Agreement and the transactions contemplated thereunder;
“Independent Shareholders”	Independent shareholders of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;

“Mr. Kang”	Mr. Kang Baohua, an executive Director and the controlling shareholder of the Company;
“Original Agreement”	the agreement dated 24 June 2013 between Shenyang Yuanda and Yuanda Property Development in relation to the design, supply, manufacture and installation of the aluminium alloy windows and doors of certain buildings within Yuanda Garden;
“PRC”	the People’s Republic of China;
“RMB”	Renminbi, the lawful currency of the People’s Republic of China;
“Second Construction Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Mechanical & Electrical in relation to the renovation of the outer walls of the production facilities of Yuanda Mechanical & Electrical;
“Second Design Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Property Development in relation to the design of the curtain walls of the commercial areas of Yuanda Garden;
“Shareholder(s)”	shareholder(s) of the Company;
“Shenyang Yuanda”	瀋陽遠大鋁業工程有限公司 (Shenyang Yuanda Aluminium Industry Engineering Co., Ltd.), a company incorporated in the PRC and is a wholly-owned subsidiary of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Supplemental Agreement”	the supplemental agreement to the Agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Property Development in relation to the design, supply, manufacture and installation of the aluminium alloy windows and doors of additional buildings within Yuanda Garden;
“Yuanda Mechanical & Electrical”	瀋陽遠大機電裝備有限公司 (Shenyang Yuanda Mechanical & Electrical Equipment Co., Ltd.), a company incorporated in the PRC and is a wholly-owned subsidiary of Yuanda Group;
“Yuanda Garden”	遠大花園 (Yuanda Garden), a property project under development by Yuanda Property Development located at 11# Street, Shenyang Economic & Technological Development Area (瀋陽經濟技術開發區), Shenyang, the PRC;

“Yuanda Group”	瀋陽遠大鋁業集團有限公司 (Shenyang Yuanda Aluminium Industry Group Ltd.), a company incorporated in the PRC and owned by Mr. Kang;
“Yuanda Jiayuan”	遠大家園 (Yuanda Jiayuan), a property project under development by Yuanda Property Development located at the Central Avenue of the Shenyang Economic & Technological Development Area, Shenyang, the PRC;
“Yuanda Jiayuan Agreement”	the agreement dated 10 September 2013 between Shenyang Yuanda and Yuanda Property Development in relation to the design, supply, manufacture and installation of the aluminium alloy windows and doors of certain buildings within Yuanda Jiayuan;
“Yuanda Property Development”	瀋陽遠大房地產開發有限公司 (Shenyang Yuanda Property Development Co., Ltd.), a company incorporated in the PRC and is a wholly-owned subsidiary of Yuanda Group; and
“Yuanda Technology Electrical”	瀋陽遠大科技電工有限公司 (Shenyang Yuanda Technology Electrical Co., Ltd.), a company incorporated in the PRC and is a wholly-owned subsidiary of Yuanda Group.

In this announcement, translations from RMB to HK\$ is based on an exchange rate of RMB1.00 to HK\$1.27 and is for illustration purpose only.

By order of the Board
Yuanda China Holdings Limited
Tian Shouliang
Executive Director

Hong Kong, 10 September 2013

As at the date of this announcement, the executive directors are Mr. Kang Baohua, Mr. Tian Shouliang, Mr. Guo Zhongshan, Mr. Wang Yijun, Mr. Wang Lihui and Mr. Zhang Lei, and the independent non-executive directors are Mr. Poon Chiu Kwok, Mr. Woo Kar Tung, Raymond and Mr. Pang Chung Fai, Benny.