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**HENGDELI HOLDINGS LIMITED**

**亨得利控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

*(Stock Code: 3389)*

**COMPLETION OF ISSUE OF HK\$2,500,000,000  
2.5% CONVERTIBLE BONDS DUE 2015**

**Joint Bookrunner and Joint Lead Manager**

**J.P.Morgan**



The Board is pleased to announce that all the conditions to the issue of the Convertible Bonds under the Subscription Agreement have been satisfied and that the issue of the Convertible Bonds has been completed on 20 October 2010. The Convertible Bonds are expected to be listed on the SGX-ST on or around 22 October 2010.

Reference is made to the announcements of Hengdeli Holdings Limited (the “**Company**”) dated 20 September 2010 in relation to the issue of the Convertible Bonds (the “**Announcement**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

The Board is pleased to announce that all the conditions to the issue of the Convertible Bonds as set out in the Subscription Agreement have been satisfied and that the issue of the Convertible Bonds has been completed on 20 October 2010. The Convertible Bonds are expected to be listed on the SGX-ST on or around 22 October 2010. The Convertible Bonds are in an aggregate principal amount of HK\$2,500,000,000 and have been offered and sold by the Managers to no less than six independent placees (who are independent individual, corporate and/or institutional investors).

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the initial placees of the Convertible Bonds (and their respective ultimate beneficial owners) are third parties independent of the Company, its subsidiaries, their respective directors, chief executives, substantial shareholders and their respective associates, and otherwise not connected persons (as such term is defined in Listing Rules) of the Company.

By order of the board of Directors  
**Hengdeli Holdings Limited**  
**Zhang Yuping**  
*Chairman*

20 October 2010, Hong Kong

*As at the date of this announcement, the Hengdeli Board comprises three executive directors, namely, Mr. Zhang Yuping, Mr. Song Jianwen and Mr. Huang Yonghua; three non-executive Directors, namely, Mr. Chen Sheng, Mr. Shen Zhiyuan and Mr. Shi Zhongyang; and three independent non-executive directors, namely Mr. Cai Jianmin, Mr. Wong Kam Fai William and Mr. Liu Xueling.*