



XINYU HENGDELI HOLDINGS LIMITED
新宇亨得利控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3389)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached announcement on the next page. A copy of the announcement is available on the website of the Singapore Exchange of Securities Trading Limited at www.sgx.com.

By Order of the Board

Mr. Zhang Yuping

Chairman

11 September 2009, Hong Kong

As at the date hereof, the Executive Director and Chairman of the Company is Mr. Zhang Yuping, the Executive Directors are Mr. Song Jianwen and Mr. Huang Yonghua, the Non-executive Directors are Mr. Chen Sheng, Mr. Shen Zhiyuan and Mr. Shi Zhongyang, the Independent Non-executive Directors are Mr. Cai Jianmin, Mr. Wong Kam Fai William and Mr. Liu Xueling.

XINYU HENGDELI HOLDINGS LIMITED (THE “COMPANY”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3389)

RMB1,150,000,000 USD Settled Zero Coupon Convertible Bonds due 2012 (“Bonds”)

Adjustment to Conversion Price

All the terms and conditions used in this announcement and not otherwise defined herein shall have the meanings assigned to them in the terms and conditions of the Bonds (the “Conditions”).

The Board of Directors of the Company wishes to announce that the Conversion Price of the Bonds has been readjusted from HK\$7.06 per share to HK\$4.71 per share (the “Adjusted Conversion Price”) as a result of the bonus issue of 1,356,342,000 bonus shares approved in the Extraordinary General Meeting held by the Company on 11 September 2009. All other Conditions of the Bonds remain unchanged. The adjustment of the Conversion Price became effective from 12 September 2009, being the date immediately after the record date fixed for the aforementioned bonus issue of shares by the Company.

The above adjustment in relation to the Conversion Price has been computed in accordance with the Conditions.

Assuming full conversion of the Bonds at the Adjusted Conversion Price, the Bonds will be convertible into 96,010,137 shares (subject to adjustment), representing approximately 3.54% of the existing issued capital of the Company as at the date of this announcement and approximately 2.31% of the issued share capital of the Company as enlarged by the issue of the aforementioned bonus issues and the issue of the shares as converted under the Bonds.

By Order of the Board

Mr. Zhang Yuping

Chairman

Submitted to the Singapore Exchange Securities Trading Limited on 11 September 2009.