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*Unless otherwise defined herein, terms in this announcement shall have the same meanings as those defined in the prospectus dated April 20, 2011 (the “**Prospectus**”) issued by Yuanda China Holdings Limited (the “**Company**”).*

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential Investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Offer Shares.

Not for release, publication or distribution in, or into, the United States, Australia, Canada, the United Kingdom or Japan.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities (the “Shares”) of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “Securities Act”) or any state securities laws of the United States, and may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Company has not and does not intend to make any public offer of the shares in the United States.

The price of the Shares may be stabilised in accordance with the securities and futures (price stabilising) rules in Hong Kong. The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) are contained in the Prospectus.



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)

Prospectus update

The Company refers to the Global Offering described in the Prospectus. The Company intends to alter the terms of the Global Offering. The Company may reduce the size of the Global Offering and/or reduce the Offer Price, and accordingly publish a supplemental prospectus to the Prospectus which would result in a short delay in the timetable. A further announcement will be published upon registration of a supplemental prospectus in Hong Kong.

The Global Offering is subject to the conditions set out on pages 283 and 284 of the Prospectus. If the conditions are not fulfilled or waived prior to the times and dates specified, the Global Offering will lapse and the Company will notify the Stock Exchange immediately. The Company will publish or cause to be published a notice of the lapse of the Hong Kong Public Offering in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on the next day following such lapse.

If the Hong Kong Public Offering lapses, the Company will return all application monies to the applicants, without interest and on the terms set out in the section headed “How to Apply for the Hong Kong Offer Shares” in the Prospectus (subject to any amendment that may be made in the supplemental prospectus). In the meantime, the Company will hold all application monies in a separate bank account or separate bank accounts with the receiving banker(s) or other bank(s) licensed under the Banking Ordinance (Chapter 155 of the Laws of Hong Kong) (as amended).

By Order of the Board of
Yuanda China Holdings Limited
Kang Baohua
Chairman and executive Director

Hong Kong, 29 April 2011

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

The Shares mentioned herein have not been, and will not be, registered under the U.S. Securities Act. The Shares may not be offered or sold in the United States except pursuant to an effective registration statement or an exemption from the registration requirements of the U.S. Securities Act. No public offering of the securities will be made in the United States.