

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



VINDA INTERNATIONAL HOLDINGS LIMITED

維達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3331)

COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The board of Directors is pleased to announce that all conditions set out in the Placing Agreement and the Subscription Agreement have been fulfilled and the Placing and the Subscription were completed on 30 September 2010 and 8 October 2010, respectively. An aggregate of 32,500,000 Placing Shares representing approximately 3.5% of the issued share capital of the Company as at the date of this announcement have been successfully placed to not less than 6 independent Placees which (including their ultimate beneficial owners, where applicable) are third parties independent of, and not connected with, the Company, Connected Persons of the Company and the Vendors, and are not parties acting in concert with the Vendors and their respective concert parties at the Placing Price of HK\$9.50 per Placing Share. An aggregate of 28,500,000 Subscription Shares, representing approximately 3.0% of the issued share capital of the Company as at the date of this announcement, have been issued and allotted to Fu An at a Subscription Price of HK\$9.50 per Subscription Share.

Reference is made to the announcement of Vinda International Holdings Limited (the “**Company**”) dated 27 September 2010 (the “**Announcement**”) in relation to, among other matters, the Placing and the Subscription. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise stated.

COMPLETION OF PLACING AND TOP-UP SUBSCRIPTION

The board of Directors is pleased to announce that all conditions set out in the Placing Agreement and the Subscription Agreement have been fulfilled and the Placing and the Subscription were completed on 30 September 2010 and 8 October 2010, respectively. An aggregate of 32,500,000 Placing Shares representing approximately 3.5% of the issued share capital of the Company as at the date of this announcement have been successfully placed to not less than 6 independent Placees which (including their ultimate beneficial owners, where applicable) are third parties independent of, and not connected with, the Company, Connected Persons of the Company and the Vendors, and are not parties acting in concert with the Vendors and their respective concert parties at the Placing Price of HK\$9.50 per Placing Share. An aggregate of 28,500,000 Subscription Shares, representing approximately 3.0% of the issued share capital of the Company as at the date of this announcement, have been issued and allotted to Fu An at a Subscription Price of HK\$9.50 per Subscription Share. The net proceeds from the Subscription, after deducting related fees and expenses, are approximately HK\$264 million.

SHAREHOLDING STRUCTURE

As at the date of this announcement, the Company has 935,771,686 Shares in issue. The table below sets out the shareholding structure of the Company (i) immediately before the completion of Placing and the Subscription; (ii) immediately after the completion of the Placing but before the completion of Subscription; and (iii) immediately after the completion of the Placing and the Subscription:

	Immediately before Placing and Subscription		Immediately after Placing but before Subscription		Immediately after Placing and Subscription	
		%		%		%
Fu An (<i>Note 1</i>)	284,606,235	31.4	253,706,235	28.0	282,206,235	30.2
Li Chao Wang's personal interests (<i>Note 2</i>)	<u>1,600,000</u>	<u>0.2</u>	<u>0</u>	<u>0.0</u>	<u>0</u>	<u>0.0</u>
Concert Parties	286,206,235	31.6	253,706,235	28.0	282,206,235	30.2
Others and public shareholders	620,665,451	68.4	621,065,451	68.4	621,065,451	66.3
			(<i>Note 3</i>)			
Placees	<u>—</u>	<u>—</u>	<u>32,500,000</u>	<u>3.6</u>	<u>32,500,000</u>	<u>3.5</u>
Total issued share capital	<u>906,871,686</u>	<u>100.0</u>	<u>907,271,686</u>	<u>100.0</u>	<u>935,771,686</u>	<u>100.0</u>

Note:

1. Fu An is owned as to 73.68% by Sentential Holdings Limited, 15.79% by Join Pride International Limited and 10.53% by Daminos Management Limited. The entire issued share capital of Sentential Holdings Limited is held by Eagle Power Assets Limited, whose entire issued share capital is held by HSBC International Trustee Limited in its capacity as trustee of CW Li Family Trust with Mr. Li Chao Wang as the settlor. The entire issued share capital of Join Pride International Limited is held by Kingdom World Assets Limited, whose entire issued share capital is held by HSBC International Trustee Limited in its capacity as trustee of YF Yu Family Trust with Ms. Yu Yi Fang as the settlor. The entire issued share capital of Daminos Management Limited is held by Profit Zone Assets Limited, whose entire issued share capital is held by HSBC International Trustee Limited in its capacity as trustee of YP Dong Family Trust with Mr. Dong Yi Ping as the settlor.
2. Mr. Li Chao Wang is a party acting in concert with Fu An.
3. Mr. Tsui King Fai, a Director, exercised his share options on 5 October 2010 and 400,000 new shares of the Company were allotted and issued to him.

By order of the board
Vinda International Holdings Limited
Li Chao Wang
Chairman

Hong Kong, 8 October 2010

As at the date of this announcement, the executive Directors are Mr. Li Chao Wang, Ms. Yu Yi Fang, Ms. Zhang Dong Fang and Mr. Dong Yi Ping; the non-executive Directors are Mr. Leung Ping Chung Hermann, Mr. Johann Christoph Michalski and Mr. Chiu Bun; and the independent non-executive Directors are Dr. Cao Zhen Lei, Mr. Kam Robert, Mr. Hui Chin Tong Godfrey and Mr. Tsui King Fai.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.