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(a company incorporated in the Cayman Islands with limited liability) (a company incorporated in the Cayman Islands with limited liability) (Stock code: 3311)

遠東環球集團有限公司 (Stock code: 830)

## ADD TREASURE HOLDINGS LIMITED

(a company incorporated in the British Virgin Islands with limited liability)

# JOINT ANNOUNCEMENT

### (1) DELAY IN DESPATCH OF COMPOSITE DOCUMENT

AND

### (2) AMENDMENT TO THE SHARE SUBSCRIPTION AGREEMENT

### FINANCIAL ADVISER TO ADD TREASURE HOLDINGS LIMITED

Deutsche Bank AG, Hong Kong Branch

Reference is made to the announcement dated 2 February 2012 (the "Announcement") jointly issued by China State Construction International Holdings Limited, Far East Global Group Limited and Add Treasure Holdings Limited. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **Delay in Despatch of Composite Document**

As stated in the Announcement, it is the intention of the Subscriber and the Company to despatch a composite document which will contain, amongst other things, advice from the independent board committee and advice from an independent financial adviser in respect of the Offers to the Company Shareholders in accordance with the requirements of the Takeovers Code (the "Composite Document").

Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document should be despatched to the Company Shareholders within 21 days from 2 February 2012 (the date of the Announcement), i.e. on or before 23 February 2012. As the making of the Offers is subject to the Completion which is conditional upon satisfaction or waiver of all the conditions set out in the paragraph headed "The Subscription Agreement - Conditions precedent" in the Announcement (the "Conditions"), and given that not all of the Conditions could be satisfied within the time period contemplated by Rule 8.2 of the Takeovers Code, there will be a delay in the despatch of the Composite Document. Application has been made to the Executive for its consent pursuant to Note 2 to Rule 8.2 of the Takeovers Code to extend the deadline for the despatch of the Composite Document to 7 days after the Completion.

## Amendment to the Share Subscription Agreement

After the close of the afternoon trading session on 9 February 2012, the Subscriber and the Company entered into an addendum to the Subscription Agreement (the "Addendum") to amend the Subscription Agreement to the effect that Completion shall take place on the business day immediately following the fulfilment or waiver of all the Conditions (or such any other date on or before the Long Stop Date as the parties may agree), instead of the fifth business days after the fulfilment or waiver of all the Conditions. Save for the abovementioned amendment, all the other terms and conditions of the Subscription Agreement remain unchanged and in full force and effect.

The CSCIHL Board (including the independent non-executive directors of CSCIHL) considers that the terms of the Addendum are fair and reasonable and are in the interest of CSCIHL and the CSCIHL Shareholders taken as a whole.

The Company Board (including the independent non-executive directors of the Company) considers that the terms of the Addendum are fair and reasonable and are in the interest of the Company and the Company Shareholders taken as a whole.

# WARNING

The Offers will only be made if Completion takes place. Completion is subject to, as applicable, satisfaction and/or waiver of the conditions, including subjective conditions, contained in the Subscription Agreement. Accordingly, the Offers may or may not be made or implemented. The issue of this announcement does not in any way imply that the Offers will be made. The CSCIHL Shareholders, the Company Shareholders, the Option Holders and potential investors of CSCIHL and the Company should exercise extreme caution when dealing in the relevant securities of CSCIHL and the Company.

## By order of the board of directors of China State Construction International Holdings Limited Kong Qingping Chairman and Non-executive Director

By order of the board of directors of Far East Global Group Limited Huang Brad Chairman

Hong Kong, 9 February 2012

As at the date of this announcement, the CSCIHL Board is comprised of:

Non-executive Directors: Mr. Kong Qingping (Chairman) and Mr. Li Jian

Executive Directors: Mr. Zhou Yong (Vice-Chairman and Chief Executive Officer), Mr. Zhang Yifeng, Mr. Cheong Chit Sun, Mr. Zhou Hancheng, Mr. Tian Shuchen and Mr. Hung Cheung Shew

Independent Non-executive Directors: Dr. Raymond Ho Chung Tai, Mr. Adrian David Li Man Kiu, Dr. Raymond Leung Hai Ming and Mr. Lee Shing See

As at the date of this announcement, the board of directors of the Subscriber is comprised of:

Mr. Zhou Yong and Mr. Cheong Chit Sun

As at the date of this announcement, the Company Board is comprised of:

Executive Directors: Mr. Huang Brad (Chairman) and Mr. Ko Chuk Kin, Herbert (Chief Executive Officer)

Non-executive Director: Mr. Hung Cheung Shew

Independent Non-executive Directors: Mr. Zhou Jinsong, Mr. Yen Homer Shih Hung and Mr. Hong Winn

The directors of CSCIHL and the Subscriber jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Group) and confirm, having made all reasonable enquiries, 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.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than those in respect of CSCIHL Group) and confirm, having made all reasonable enquiries, 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.

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