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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)

REORGANISATION OF THE BOARD

In late 2011, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) introduced a series of amendments to the Corporate Governance Code (the “**Corporate Governance Code**”) and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) with an aim to promote a higher level of corporate governance among listed issuers. As part of such amendments, a new Rule 3.10A was introduced where listed issuer must appoint independent non-executive directors representing at least one-third of the board by 31 December 2012.

Prior to the reorganisation, the board (the “**Board**”) of directors (the “**Directors**”) of Yuanda China Holdings Limited (the “**Company**”) had eight executive Directors and three independent non-executive Directors. In order to comply with the requirements of Rule 3.10A of the Listing Rules, Mr. Wang Deqiang and Mr. Si Zuobao have voluntarily resigned as executive Directors of the Company with effect from 30 November 2012. Following their resignations, the Board will have three independent non-executive Directors and six executive Directors and its composition will be in compliance with the requirements of Rule 3.10A of the Listing Rules.

Both Mr. Wang Deqiang and Mr. Si Zuobao will remain as senior management of the Company and save for their responsibilities as Directors of the Company, they will continue with their normal job duties after the resignation. Each of Mr. Wang Deqiang and Mr. Si Zuobao has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Wang Deqiang and Mr. Si Zuobao for their valuable contribution to the Board during their term of services.

By Order of the Board
Yuanda China Holdings Limited
Tian Shouliang
Executive Director

Hong Kong, 27 November 2012

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