

Unless otherwise defined in this announcement, terms defined in the prospectus of the Company dated September 30, 2008 (the “**Prospectus**”) have the same meanings when used in this announcement.

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 of the Company for detailed information about the Company and the proposed Global Offering before deciding whether or not to invest in the Offer Shares.

The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) 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.

In connection with the Global Offering, BOCI Asia Limited (the “**Stabilizing Manager**”) and/or its affiliates and agents on behalf of the Underwriters may over-allocate or effect any other transactions with a view to stabilizing or maintaining the market price of our shares at a level higher than that which might otherwise prevail for a limited period commencing from the day on which our shares commence trading on the Hong Kong Stock Exchange. The stabilizing action which may be taken by the Stabilizing Manager may include primary and ancillary stabilizing action such as purchasing or agreeing to purchase any of our shares, exercising the Over-allotment Option, stock borrowing, establishing a short position in our shares, liquidating long positions in our shares or offering or attempting to do any such actions. Any market purchases will be effected in compliance with all applicable laws and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). However, there is no obligation on the Stabilizing Manager to conduct any such stabilizing activity, which if commenced, may be discontinued at any time. Any such stabilizing activity is required to be brought to an end after a limited period. The number of shares being offered in the Global Offering may be increased by up to an aggregate of 450,000,000 additional shares through the exercise of the Over-allotment Option expected to be granted to the International Underwriters by the Company, exercisable by the Joint Global Coordinators on behalf of the International Underwriters, to cover over-allocations in the International Offering. The Over-allotment Option is exercisable for up to 30 days from the last day for the lodging of applications under the Hong Kong Public Offering. In the event that such Over-allotment Option is exercised, a press announcement will be made.



# Renhe Commercial Holdings Company Limited

人和商業控股有限公司

(incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

Number of Offer Shares pursuant to the Global Offering	:	3,000,000,000 (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	:	300,000,000 (subject to adjustment)
Number of International Offer Shares	:	2,700,000,000 (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	Not more than HK\$1.71 per Offer Share payable in full on application in Hong Kong dollars, subject to refund, plus brokerage of 1%, SFC transaction levy of 0.004%, and Stock Exchange trading fee of 0.005%
Nominal value	:	HK\$0.01 each
Stock Code	:	1387

### Joint Global Coordinators, Joint Bookrunners, Joint Sponsors and Joint Lead Managers (in alphabetical order)



Application has been made to the Listing Committee of the Hong Kong Stock Exchange for the granting of the listing of, and permission to deal in, the shares of the Company issued and to be issued, including: (a) 3,000,000,000 Offer Shares; (b) the shares to be issued as a result of any exercise of the Over-allotment Option (which, if exercised in full, amounts to 450,000,000 shares); and (c) shares to be issued pursuant to the exercise of any options that may be granted under our Share Option Scheme. Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence on Wednesday, October 15, 2008.

The Hong Kong Public Offering is subject to the conditions set out in the paragraph headed “Conditions of the Hong Kong Public Offering” in the section headed “Structure of the Global Offering” in the Prospectus.

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should complete and sign the **WHITE** application forms or apply through the **White Form eIPO** service by submitting an electronic application to the White Form eIPO Service Provider through the designated website at

[www.eipo.com.hk](http://www.eipo.com.hk). Applicants who wish to have the Hong Kong Offer Shares allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** application forms, copies of which, together with the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Tuesday, September 30, 2008 until 12:00 noon on Wednesday, October 8, 2008 at the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** application forms, may be obtained during business hours from 9:00 a.m. on Tuesday, September 30, 2008 until 12:00 noon on Wednesday, October 8, 2008 from the following locations:

1. BOCI Asia Limited, 26th Floor, Bank of China Tower, 1 Garden Road, Hong Kong
2. The Hongkong and Shanghai Banking Corporation Limited, Level 15, HSBC Main Building, 1 Queen's Road Central, Hong Kong
3. Morgan Stanley Asia Limited, 30th Floor, Three Exchange Square, Central, Hong Kong
4. UBS AG, 52th Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong
5. First Shanghai Securities Limited, 19th Floor, Wing On House, 71 Des Voeux Road, Central, Hong Kong
6. any of the following branches and/or sub-branches of:
  - (i) The Bank of China (Hong Kong) Limited:

	<b>Branch</b>	<b>Address</b>
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Central District (Wing On House) Branch	71 Des Voeux Road Central
	North Point (Kiu Fai Mansion) Branch	413-415 King's Road, North Point
	Taikoo Shing Branch	Shop G1006-7, Hoi Sing Mansion, Taikoo Shing

	<b>Branch</b>	<b>Address</b>
Kowloon	Whampoa Garden Branch	Shop G8B, Site 1, Whampoa Garden, Hung Hom
	Diamond Hill Branch	G107, Plaza Hollywood, Diamond Hill
	Mong Kok Branch	589 Nathan Road, Mong Kok
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
New Territories	Lucky Plaza Branch	Lucky Plaza, Wang Pok Street, Shatin
	Tuen Mun Town Plaza Branch	Shop 2, Tuen Mun Town Plaza Phase II

(ii) The Hongkong and Shanghai Banking Corporation Limited:

	<b>Branch</b>	<b>Address</b>
Hong Kong Island	Hong Kong Office	1 Queen's Road Central, Hong Kong
	Chai Wan Branch	Shop No. 1-11, Block B, G/F, Walton Estate, Chai Wan, Hong Kong
	Sheung Wan Branch	Shop A, G/F, Guangdong Investment Tower, 293-301 Des Voeux Road Central, Hong Kong
	Hopewell Centre Branch	Shop No. 1-2, G/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong

	<b>Branch</b>	<b>Address</b>
Kowloon	Kwun Tong Branch	No. 1, Yue Man Square, Kwun Tong, Kowloon
	Mong Kok Branch	Basement, L/G & U/G, 673 Nathan Road, Mong Kok, Kowloon
	Hung Hom Branch	G/F, Hung Hom Commercial Centre, 37–39 Ma Tau Wai Road, Hung Hom, Kowloon
	Tsim Sha Tsui Branch	82–84 Nathan Road, Tsim Sha Tsui, Kowloon
New Territories	Kwai Hing Branch	Shop 2, 3/F, Sun Kwai Hing Plaza, 166–174 Hing Fong Road, Kwai Chung, New Territories
	Tai Po Branch	54–62 Kwong Fuk Road, Tai Po, New Territories

Both **WHITE** and **YELLOW** application forms completed in all respects (to which cheques or banker's cashier orders should be securely stapled) should be deposited in the special collection boxes provided at any one of the branches and/or sub-branches of The Bank of China (Hong Kong) Limited and The Hongkong and Shanghai Banking Corporation Limited referred to above at the following times on the following dates:

Tuesday, September 30, 2008	—	9:00 a.m. to 4:30 p.m.
Thursday, October 2, 2008	—	9:00 a.m. to 4:30 p.m.
Friday, October 3, 2008	—	9:00 a.m. to 4:30 p.m.
Saturday, October 4, 2008	—	9:00 a.m. to 1:00 p.m.
Monday, October 6, 2008	—	9:00 a.m. to 4:30 p.m.
Wednesday, October 8, 2008	—	9:00 a.m. to 12:00 noon

#### **APPLICATIONS BY MEANS OF WHITE FORM eIPO SERVICE**

Applicants applying by **White Form eIPO** may submit applications to the White Form eIPO Service Provider through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Tuesday, September 30, 2008 until 11:30 a.m. on Wednesday, October 8, 2008 or such later time as described under the paragraph headed "Effect of Bad Weather Conditions on the Opening of the Applications Lists" in the

Prospectus (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Wednesday, October 8, 2008, the last application day, or, if the application lists are not open on that day, then by the time and date stated in the paragraph head “Effect of Bad Weather Conditions on the Opening of the Application Lists” in the Prospectus. Applicants will not be permitted to submit applications to the designated White Form eIPO Service Provider through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained an application reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close.

## **APPLICATIONS BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC VIA CCASS**

Investors can apply for Hong Kong Offer Shares by giving electronic application instructions to HKSCC as follows:

1. CCASS Investor Participants can give **electronic application instructions** to HKSCC through the CCASS Phone System by calling (852) 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC can also input **electronic application instructions** for CCASS Investor Participants on their behalf if they go to the Customer Service Centre of HKSCC at 2/F Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong and complete an input request form. Prospectuses are also available for collection at the Customer Service Centre of HKSCC.
2. Those who are not CCASS Investor Participants can instruct their brokers or custodians who are CCASS Clearing Participants or CCASS Custodian Participants to give **electronic application instructions** to HKSCC via CCASS terminals to apply for Hong Kong Offer Shares on their behalf. CCASS participants can input **electronic application instructions** at the following times on the following dates:

Tuesday, September 30, 2008	—	9:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Thursday, October 2, 2008	—	8:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Friday, October 3, 2008	—	8:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Saturday, October 4, 2008	—	8:00 a.m. to 1:00 p.m. <sup>(1)</sup>
Monday, October 6, 2008	—	8:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Wednesday, October 8, 2008	—	8:00 a.m. <sup>(1)</sup> to 12:00 noon

<sup>(1)</sup> These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Tuesday, September 30, 2008 until 12:00 noon on Wednesday, October 8, 2008 (24 hours daily, except the last application day).

Subject to the terms and conditions set out in the Prospectus and the application forms relating thereto, applications must be received no later than 12:00 noon on Wednesday, October 8, 2008, the last application day, or if the application lists are not open on that day, by the time and date stated in the paragraph headed “Effect of Bad Weather Conditions on the Opening of the Application Lists”. No receipt will be issued for application monies.

The Offer Price is expected to be determined by agreement between the Company and the Joint Global Coordinators (on behalf of the Underwriters) on October 9, 2008 (Hong Kong time) and in any event no later than October 13, 2008 (Hong Kong time).

The Offer Price, the indication of the level of interest in the International Offering, the level of applications of the Hong Kong Public Offering and the basis of allocation of Hong Kong Offer Shares under the Hong Kong Public Offering will be published on Tuesday, October 14, 2008 in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), on the Company’s website at [www.renhebusiness.com](http://www.renhebusiness.com) and the website of the Hong Kong Stock Exchange at [www.hkex.com.hk](http://www.hkex.com.hk).

Results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through various channels as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Publication of Results, Dispatch/Collection of Share Certificates and Refunds of Application Monies” in the Prospectus on Tuesday, October 14, 2008.

Applicants who apply for 1,000,000 Hong Kong Offer Shares or more on a **WHITE** or **YELLOW** application form or through **White Form eIPO** and have indicated their intention on their application forms to collect their share certificate(s) (for applicants using **WHITE** application forms or through **White form eIPO** only) and/or refund cheque(s) (where applicable), they may collect these in person from the Company’s Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, October 14, 2008 or such other date as notified by us in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) as the date of despatch/collection of share certificates/refund cheques. Uncollected share certificate(s) and/or refund cheques (if any) will be dispatched shortly after the time specified for the collection on the date of despatch by ordinary post to the addresses as specified in their application forms at their own risk.

If you are applying for the Hong Kong Offer Shares by using a **YELLOW** application form or by giving **electronic application instructions** to HKSCC and your application is wholly or partially successful, your share certificate will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of any designated CCASS Participant which you have instructed to give **electronic application**

**instructions** on your behalf or as instructed by you in your **YELLOW** application form at the close of business on Tuesday, October 14, 2008 or in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allocated to you and the amount of refund money (if any) payable to you if you have instructed a CCASS Clearing/Custodian Participant to give **electronic application instructions** on your behalf with that CCASS Participant. If you are applying as a CCASS Investor Participant, you should check the announcement published by the Company on Tuesday, October 14, 2008 (for CCASS Investor Participants applying by giving **electronic application instructions** to HKSCC, they can also check the application result via the CCASS Phone System and CCASS Internet System) and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, October 14, 2008 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. Immediately following the credit of the Hong Kong Offer Shares to your account, you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in “An Operating Guide for Investor Participants” as published by HKSCC in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and (if you are applying by giving **electronic application instructions** to HKSCC) the amount of refund monies (if any) credited to your designated bank account.

By order of the board of  
**Renhe Commercial Holdings Company Limited**  
**DAI Yongge**  
*Chairman*

Hong Kong, September 30, 2008

*As at the date of this announcement, our executive Directors are Mr. DAI Yongge, Mr. ZHANG Dabin, Mr. WANG Hongfang, Ms. WANG Chunrong and Mr. WANG Luding, our non-executive Directors are Mrs. HAWKEN Xiu Li, Ms. JIANG Mei, Ms. ZHANG Xingmei, Mr. HO Gilbert Chi Hang and Mr. HO Hsiang-Ming, James and our independent non-executive Directors are Mr. FAN Anthony Ren-Da, Mr. WANG Shengli and Mr. WANG Yifu.*

▲ *For identifications purposes only*

*Please also refer to the published version of this announcement in the South China Morning Post.*