

CHIWAYLAND INTERNATIONAL LIMITED
(Company Registration Number: 200610437K)
(Incorporated in the Republic of Singapore)

RESTRUCTURING OF SHAREHOLDING IN A CONTROLLING SHAREHOLDER

The Board of Directors of Chiwayland International Limited (the “**Company**”) wishes to announce that it has been informed by its controlling shareholder, Sinway Investment Co., Ltd (“**Sinway**”), that as part of Sinway’s shareholdings restructuring exercise involving its shareholders (“**Restructuring Exercise**”), Sinway has on March 2016 entered into sale and purchase agreements (the “**SPA**”) with H&H Wealth Co., Ltd and Floriland Co., Ltd respectively (collectively, the “**Purchasers**”) to dispose of an aggregate of 37,521,775 ordinary shares of the Company (the “**Sale Shares**”) to the Purchasers at the nominal consideration of S\$1.00 payable by each Purchaser. The Sale Shares represent approximately 5.63% of the total number of issued shares of the Company (excluding treasury shares and returned shares) as at the date of this announcement.

The completion of the sale and purchase of the Sale Shares (the “**Completion**”) is scheduled to take place before 31 March 2016.

The shareholding interests of the Directors, Substantial Shareholders (including Sinway) and the Purchasers before and after Completion are as follows:

Directors	Direct interest prior to Completion		Deemed interest prior to Completion		Direct interest after Completion		Deemed interest after Completion	
	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾
Qian Jianrong ⁽²⁾	-	-	536,025,362	80.38	-	-	498,503,587	74.75
Li Bin ⁽³⁾	-	-	-	-	-	-	8,040,380	1.21
Tian Honglei	-	-	-	-	-	-	-	-
Chua Hwee Song	-	-	-	-	-	-	-	-
Kwok Wei Woon	-	-	-	-	-	-	-	-
Poh Chee Kuan	-	-	-	-	-	-	-	-

Substantial Shareholders (other than Director)	Direct interest prior to Completion		Deemed interest prior to Completion		Direct interest after Completion		Deemed interest after Completion	
	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾	No. of Shares	%⁽¹⁾
Sinway Investment Co., Ltd ⁽²⁾	-	-	536,025,362	80.38 ⁽⁴⁾	-	-	498,503,587	74.75

Purchasers	Direct interest prior to Completion		Deemed interest prior to Completion		Direct interest after Completion		Deemed interest after Completion	
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾
H&H Wealth Co., Ltd	-	-	-	-	-	-	29,481,395	4.42 ⁽⁵⁾
Floriland Co., Ltd ⁽³⁾	-	-	-	-	-	-	8,040,380	1.21 ⁽⁵⁾

Notes:

- (1) The percentage shareholding interest is based on the total issued share capital of 666,851,006 ordinary shares of the Company.
- (2) Following Completion, Mr Qian Jianrong will own 86.0% of the equity interest in Sinway Investment Co., Ltd., and is therefore deemed to be interested in the shares in the Company held by Sinway Investment Co., Ltd. The other shareholders of Sinway Investment Co., Ltd. are Mao En (7.5%), Gong Ming (4.3%) and Tian Honglei (2.2%).
- (3) Following Completion, Mr Li Bin will own 62.7% of the equity interest in Floriland Co., Ltd and is therefore deemed to be interested in the shares in the Company held by Floriland Co., Ltd. The other shareholder of Floriland Co., Ltd is Sun Weihou (37.3%).
- (4) Sinway Investment Co., Ltd. is deemed interested in 536,025,362 shares held by UOB Kay Hian Private Limited as its nominee.
- (5) Shares of the Purchasers in the Company will be registered in the name of a nominee account.

BY ORDER OF THE BOARD
CHIWAYLAND INTERNATIONAL LIMITED

Qian Jianrong
Executive Chairman and Chief Executive Officer

14 March 2016

UOB Kay Hian Private Limited was the financial adviser to the Company for the acquisition of the entire issued and paid up share capital of Chiwayland Group (Singapore) Pte Ltd. (the “Financial Adviser”). The Financial Adviser assumes no responsibility for the contents of this announcement