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Sino Distillery Group Limited

中國釀酒集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

RESIGNATION OF DIRECTOR, CHANGE OF CHAIRMAN AND AUTHORISED REPRESENTATIVE AND APPOINTMENT OF MANAGING DIRECTOR

The Board announces that Mr. Peter Lo will resign as the Chairman of the Board, non-executive director and authorised representative of the Company, and Mr. Jiang Jianjun will be appointed as the Chairman of the Board, the Managing Director and authorised representative of the Company, with effect from 8 May 2013.

RESIGNATION OF CHAIRMAN, NON-EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The board of directors (the “Board”) of Sino Distillery Group Limited (the “Company”) announces that Mr. Peter Lo will resign as the Chairman of the Board, non-executive director and authorised representative of the Company and will cease to be the Chairman of the Nomination Committee of the Board and a member of the Remuneration Committee of the Board with effect from 8 May 2013 due to other business engagements which require more of his dedication. Mr. Lo has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board wishes to express its gratitude to Mr. Lo for his invaluable contribution to the Company during his tenure of office.

APPOINTMENT OF CHAIRMAN, MANAGING DIRECTOR AND AUTHORISED REPRESENTATIVE

The Board further announces that Mr. Jiang Jianjun, an executive director of the Company, will be appointed as the Chairman of the Board, the Managing Director and authorised representative of the Company, the Chairman of the Nomination Committee of the Board and a member of the Remuneration Committee of the Board with effect from 8 May 2013. Details of Mr. Jiang are set out below.

Mr. Jiang Jianjun, aged 43, was appointed as executive director of the Company in March 2013. He is a director of certain subsidiaries of the Company. He has been engaged in property investment and management since 1995. He also has experience in distribution of wine and liquor. Mr. Jiang is concurrently a committee member of Shenzhen Baoan District of Chinese People’s Political Consultative Conference, the vice president of Shenzhen Baoan General Chamber of Commerce and Shenzhen Baoan Shajing Chamber of Commerce. He did not hold any directorship in any listed public companies in the last three years.

Mr. Jiang does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). As at the date of this announcement, Mr. Jiang has a personal interest of 100,228,000 shares and a family interest of 2,920,000 shares of the Company. Save as disclosed above, Mr. Jiang has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is no service contract between the Company and Mr. Jiang. Mr. Jiang is entitled to an annual emolument of HK\$360,000 as executive director of the Company which is determined by the Board by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the Remuneration Committee's recommendation. Mr. Jiang is subject to retirement by rotation and re-election pursuant to the articles of association of the Company.

There is no information required to be disclosed pursuant to the requirements as set out in Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company in respect of Mr. Jiang's appointment.

The Board would like to extend a warm welcome to Mr. Jiang on taking up his new positions.

The appointment of Mr. Jiang Jianjun as both the Chairman of the Board and the Managing Director of the Company is not in compliance with code provision A.2.1 of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules which requires the role of chairman and chief executive to be performed by separate individuals. The Board intends to maintain this structure in the future as it believes that such structure would provide the Company with strong and consistent leadership and allow the Company's business operations, planning and decision making as well as execution of long term strategies to be carried out more effectively and efficiently. Nonetheless, the Board would review the structure on a regular basis and ensure that the present structure would not impair the balance of power in the Company.

By Order of the Board
Sino Distillery Group Limited
Jiang Jianjun
Executive Director

Hong Kong, 7 May 2013

As at the date hereof, the executive directors are Mr. Qu Shuncai, Mr. Jiang Jianjun and Mr. Song Shaohua; the non-executive directors are Mr. Peter Lo and Mr. Huang Qingxi,; and the independent non-executive directors are Dr. Loke Yu alias Loke Hoi Lam, Mr. Zhang Yonggen and Mr. Li Xiaofeng.