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XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

REDEMPTION OF CONVERTIBLE BOND

On 22 December 2008, the Company received a notice given by Tetrade to require the Company to redeem on the Maturity Date an aggregate principal amount of US\$19,666,667 of the Second Tranche Bond, being all the outstanding principal amount of the Second Tranche Bond, at the redemption amount of US\$22,178,780.63 in accordance with the Second Tranche Conditions. The Company shall also pay Tetrade an amount of US\$194,511.42, being all the outstanding and unpaid interests accrued on the Second Tranche Bond up to and including the Maturity Date in accordance with the Second Tranche Conditions.

Upon the said redemption becoming effective, Tetrade will hold 83,628,471 Shares, representing approximately 6.03% of the issued share capital of the Company as at the date of this announcement, and the Second Tranche Bond so redeemed will forthwith be cancelled whereupon Tetrade will cease to hold any convertible bond issued by the Company.

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

On 22 December 2008, the Company received a notice given by Tetrade, the holder of the Second Tranche Bond, to require the Company to redeem on the Maturity Date an aggregate principal amount of US\$19,666,667 of the Second Tranche Bond, being all the outstanding principal amount of the Second Tranche Bond, at the redemption amount of US\$22,178,780.63 in accordance with the Second Tranche Conditions. Such redemption amount is calculated on the basis of the formula set out in the Second Tranche Conditions, details of which are described in the section headed

“Principal terms and conditions of the Convertible Bonds” of the Company’s prospectus dated 8 December 2006. The Company shall also pay Tetrad an amount of US\$194,511.42, being all the outstanding and unpaid interests accrued on the Second Tranche Bond up to and including the Maturity Date in accordance with the Second Tranche Conditions.

Upon the said redemption becoming effective, Tetrad will hold 83,628,471 Shares, representing approximately 6.03% of the issued share capital of the Company as at the date of this announcement, and the Second Tranche Bond so redeemed will forthwith be cancelled whereupon Tetrad will cease to hold any convertible bond issued by the Company.

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

Definitions

In this announcement, unless the context otherwise requires, the following terms have the following meanings:

“Company”	Xingda International Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Maturity Date”	24 December 2008, being the maturity date of the Second Tranche Bond
“Second Tranche Bond”	the second tranche of the Tetrad Bond in the principal amount of US\$19,666,667
“Second Tranche Conditions”	the terms and conditions of the Second Tranche Bond attached to the bond certificate dated 14 September 2006 issued by the Company to Tetrad in respect of the Second Tranche Bond, as amended by the amendment agreement dated 4 December 2006 between, among others, the Company and Tetrad
“Shares”	ordinary shares of par value HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Tetrad”	Tetrad Ventures Pte Ltd, a private company limited by shares incorporated in Singapore
“Tetrad Bond”	convertible bond in an aggregate principal amount of US\$39,742,942 issued by the Company to Tetrad in two tranches, the first tranche being a principal amount of US\$20,076,275 (of which US\$19,871,471 was converted into Shares in July 2007 and US\$204,804 was redeemed by the Company in May 2008) and the second tranche being a principal amount of US\$19,666,667
“US\$”	United States dollars, the lawful currency of the United States of America

By order of the Board of
Xingda International Holdings Limited
Liu Jinlan
Chairman of the Board

Shanghai, the PRC, 22 December 2008

As at the date of this announcement, the executive directors of the Company are Mr. Liu Jinlan, Mr. Liu Xiang, Mr. Tao Jinxiang, Mr. Wu Xinghua, Mr. Cao Junyong and Mr. Zhang Yuxiao; the non-executive directors of the Company are Mr. Lu Guangming George, Ms. Wu Xiaohui and Mr. Zhou Mingchen; and the independent non-executive directors of the Company are Mr. Koo Fook Sun, Louis, Mr. William John Sharp and Ms. Xu Chunhua.