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### 中國水務集團有限公司\* China Water Affairs Group Limited

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 855)

EXTENSION OF LONG STOP DATE

DISCLOSEABLE TRANSACTION

POSSIBLE APPLICATION FOR WHITEWASH WAIVER

Joint financial advisers to CWA





# Mitsumaru East Kit (Holdings) Limited 三丸東傑(控股)有眼公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2358)

## EXTENSION OF LONG STOP DATE IN RELATION TO

THE LOAN AGREEMENT, THE DEBENTURE, THE SUBSCRIPTION AGREEMENT, THE LETTER OF INTENT IN RELATION TO THE PROPOSED OPEN OFFER

AND

THE UNDERWRITING LETTER

Joint financial advisers to MEK





On 6 December 2011, the Investor and MEK entered into the second supplemental Loan Agreement pursuant to which (amongst others) the repayment date of the Loan Agreement has been extended to 31 December 2012 or the date of termination of the Subscription Agreement, whichever is later.

On 6 December 2011, the Investor and MEK entered into the second supplemental Subscription Agreement pursuant to which (amongst others) the Long Stop Date shall be extended to 30 June 2012, failing which the Investor shall have the right at its own discretion to extend the Long Stop Date to a date not later than 31 December 2012 (or any other date as may be agreed between the parties thereto).

References are made to (1) the joint announcements of CWA and MEK dated 1 December 2010, 7 March 2011, 31 March 2011 and 30 June 2011; and (2) the announcement of MEK dated 3 January 2011, all in relation to the captioned transactions (the "Announcements"). Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

#### THE SECOND SUPPLEMENTAL LOAN AGREEMENT

On 6 December 2011, the Investor and MEK entered into the second supplemental Loan Agreement pursuant to which (amongst others) the repayment date of the Loan Agreement has been extended to 31 December 2012 or the date of termination of the Subscription Agreement, whichever is later.

#### THE SECOND SUPPLEMENTAL SUBSCRIPTION AGREEMENT

On 6 December 2011, the Investor and MEK entered into the second supplemental Subscription Agreement pursuant to which (amongst others) the Long Stop Date shall be extended to 30 June 2012, failing which the Investor shall have the right at its own discretion to extend the Long Stop Date to a date not later than 31 December 2012 (or any other date as may be agreed between the parties thereto).

#### THE THIRD SUPPLEMENTAL LETTER OF INTENT

On 6 December 2011, MEK and the Possible Underwriters entered into the non-legally binding third supplemental Letter of Intent pursuant to which the Letter of Intent may be terminated if any of the relevant conditions are not satisfied or waived (as the case may be) or by mutual written consent of the parties to the Letter of Intent, on or before 30 June 2012.

#### THE UNDERWRITING LETTER

On 6 December 2011, the Investor announces that it has exercised its own discretion that the Investor's underwriting obligations under the Underwriting Letter will be subject to, inter alia, the fulfilment (or waiver in writing by the Investor to the extent permitted by all applicable laws or rules) of the conditions that (amongst others) the Possible Underwriters failing to enter into the Underwriting Agreement with MEK in relation to the Open Offer prior to or upon the Subscription Agreement becoming unconditional which is extended to be on or before 30 June 2012.

Other than the above, there are no amendments to the Subscription Agreement, the Loan Agreement, the Letter of Intent and the Underwriting Letter.

At the direction of the Stock Exchange, trading in the MEK Shares was suspended from 9:30 a.m. on 14 February 2008 and will remain suspended until further notice. Until satisfaction of all the resumption conditions set by the Stock Exchange, trading in the MEK Shares will continue to be suspended. The release of this announcement does not indicate that trading in the MEK Shares will be resumed.

By order of the board of directors of
China Water Affairs Group Limited
Duan Chuan Liang
Chairman

By order of the board of directors of
Mitsumaru East Kit (Holdings) Limited
Leung Koon Sing
Executive Director

Hong Kong, 7 December 2011

The MEK Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than those relating to the CWA Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed (other than those expressed by CWA Group) in this announcement have been arrived

at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The CWA Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than those relating to the MEK Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed (other than those expressed by the MEK Group) in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of directors of MEK comprises two executive Directors, namely Mr. Leung Koon Sing and Mr. Tang Chin Wan; and three independent non-executive Directors, namely Mr. Kwong Ping Man, Mr. Martin He and Mr. Mu Xiangming.

As at the date of this announcement, the board of directors of CWA comprises two executive Directors, being Mr. Duan Chuan Liang and Mr. Li Ji Sheng, four non-executive Directors, being Mr Chen Guo Ru, Mr. Wu Jiesi, Mr. Zhao Hai Hu and Mr. Zhou Wen Zhi, and four independent non-executive Directors, being Ms. Huang Shao Yun, Ms. Liu Dong, Mr Chau Kam Wing and Mr Ong King Keung.

<sup>\*</sup> For identification purpose only