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CHINA CHENGTONG DEVELOPMENT GROUP LIMITED

中國誠通發展集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 217)

SUPPLEMENTAL AGREEMENT IN RELATION TO ACQUISITION OF COAL MINES

Reference are made to the announcements of China Chengtong Development Group Limited (the “**Company**”) dated 24 June 2013 (the “**Announcement**”), 16 July 2013, 19 August 2013 and 25 September 2013 respectively in respect of the proposed acquisition of an aggregate of 85% of the issued share capital of Alpha Fortune Industrial Limited which constitutes a major transaction for the Company under Chapter 14 of the Listing Rules. Terms defined in the Announcement shall have the same meanings when used herein unless the context requires otherwise.

Pursuant to the Sale and Purchase Agreement, completion of the Acquisition is conditional upon fulfilment (or waiver) of a number of conditions precedent. As additional time is required for the fulfilment of those conditions precedent, on 31 October 2013, the parties to the Sale and Purchase Agreement entered into a supplemental agreement (the “**Supplemental Agreement**”) to extend the Long Stop Date from 31 October 2013 to 31 March 2014 (or such later date as the Purchaser and the Vendors may agree in writing).

In accordance with the Supplemental Agreement, the Sale and Purchase Agreement has also been amended to allow the Purchaser to waive certain undertakings given by the Vendors and Ms. Li in relation to (i) the collection of debt (and interests accrued thereon) due from 北京新領域投資有限公司 to the Target Group; and (ii) the repayment of relevant debt (and interests accrued thereon) due from the Target Group to 重慶國際信託投資有限公司 (or its assignee(s)) and the release of the related pledge in respect of 49% equity interest in the Coal Mine Company before the general meeting of the Company to approve the Sale and Purchase Agreement and the transactions contemplated thereunder or the obtaining of the written approval from the relevant Shareholder in lieu of the aforementioned Shareholders’ approval at the general meeting of the Company (where permitted under the Listing Rules).

Save as the aforementioned, all other terms and conditions of the Sale and Purchase Agreement shall remain unchanged and continue in full force and effect.

By order of the Board
China Chengtong Development Group Limited
Wang Hongxin
Managing Director

Hong Kong, 31 October 2013

As at the date of this announcement, the executive Directors are Mr. Zhang Guotong, Mr. Yuan Shaoli, Mr. Wang Hongxin and Mr. Wang Tianlin; and the independent non-executive Directors are Mr. Kwong Che Keung, Gordon, Mr. Tsui Yiu Wa, Alec and Mr. Chang Qing.