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BIO-DYNAMIC GROUP LIMITED

生物動力集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “BIO-DYNAMIC GROUP LIMITED” to “Sino Distillery Group Limited” and the Chinese name of the Company from “生物動力集團有限公司” to “中國釀酒集團有限公司”. A circular containing, among other things, details of the Proposed Change of Company Name and a notice convening the EGM will be despatched to the shareholders of the Company as soon as possible. Further announcement will be made when the Proposed Change of Company Name becomes effective and for the change in stock short name.

PROPOSED CHANGE OF COMPANY NAME

The board of directors (the “Board”) of BIO-DYNAMIC GROUP LIMITED (the “Company”) proposes to change the English name of the Company from “BIO-DYNAMIC GROUP LIMITED” to “Sino Distillery Group Limited” and the Chinese name of the Company from “生物動力集團有限公司” to “中國釀酒集團有限公司” (the “Proposed Change of Company Name”).

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Board considers that the new company name would provide a better identification of the Company’s business strategy as well as the plan for its future operations and is in the interests of the Company and the shareholders of the Company as a whole.

CONDITIONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name is subject to:

- (a) the approval by the shareholders of the Company by way of a special resolution at the extraordinary general meeting of the Company (the “EGM”); and

- (b) the granting of the certificate of change of name by the Registrar of Companies in the Cayman Islands.

The Proposed Change of Company Name will take effect from the date on which the new name of the Company is entered on the register by the Registrar of Companies in the Cayman Islands in place of the existing name. The Company will further carry out the necessary filing procedures with the Companies Registry in Hong Kong. In addition, subject to the confirmation of The Stock Exchange of Hong Kong Limited, the stock short name for trading in the shares of the Company will also be changed after the Proposed Change of Company Name becoming effective.

EFFECTS OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name will not affect any of the rights of the shareholders of the Company. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be effective and as documents of title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new name of the Company. Upon the Proposed Change of Company Name becoming effective, new share certificates of the Company will be issued under the new name of the Company.

GENERAL

A circular containing, among other things, details of the Proposed Change of Company Name and a notice convening the EGM will be despatched to the shareholders of the Company as soon as possible. Further announcement will be made when the Proposed Change of Company Name becomes effective and for the change in stock short name.

By Order of the Board
BIO-DYNAMIC GROUP LIMITED
Peter Lo
Non-executive Director and Chairman

Hong Kong, 4 January 2013

As at the date hereof, the executive directors are Mr. Han Dong and Mr. Qu Shuncaai; the non-executive directors are Mr. Peter Lo, Mr. Huang Qingxi, Mr. Chen Hua and Mr. Kong Hor Fai; and the independent non-executive directors are Dr. Loke Yu alias Loke Hoi Lam, Mr. Zhang Yonggen and Mr. Li Xiaofeng.