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WEALTHMARK INTERNATIONAL (HOLDINGS) LIMITED

和寶國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 039)

DISCLOSEABLE TRANSACTION AND CONNECTED TRANSACTION

Acquisition of equity interest in Harbin China Distillery Co., Ltd. Delay of Completion

This announcement is made pursuant to Rule 14.36 of the Listing Rules.

As disclosed in the announcement and circular of the Company dated 12 November 2007 and 28 November 2007 respectively, the Company entered into the Sale and Purchase Agreement in relation to the Acquisition on 9 November 2007. The controlling shareholders of the Company have given their written approval on 22 November 2007 for the Company to enter into the Sale and Purchase Agreement and the transactions contemplated thereunder pursuant to Rule 14A.43 of the Listing Rules.

The Acquisition is conditional upon the fulfillment of the Conditions Precedent. To date, certain Conditions Precedent remain unfulfilled. The Company anticipates that the Completion will not take place until 31 October 2008.

Further announcement will be made by the Company as required under the Listing Rules or as deemed appropriate by the board of directors.

INTRODUCTION

This announcement is made pursuant to Rule 14.36 of the Listing Rules. Reference is made to the announcement and circular of Wealthmark International (Holdings) Limited (the “**Company**”) dated 12 November 2007 and 28 November 2007 respectively in relation to the Acquisition.

ACQUISITION

The Company entered into the Sale and Purchase Agreement in relation to the Acquisition on 9 November 2007. The controlling shareholder of the Company, Orientelite Investments Limited and its wholly-owned subsidiary, CEC Agricapital Group Limited, which together hold in the aggregate shares approximately 57.24% of the issued share capital of the Company and voting rights in general meeting, have given their written approval on 22 November 2007 for the Company to enter into the Sale and Purchase Agreement and the transactions contemplated thereunder pursuant to Rule 14A.43 of the Listing Rules.

COMPLETION DELAYED

The Acquisition is conditional upon the fulfillment of the following conditions precedent (“**Conditions Precedent**”):

- (a) the Vendor having obtained the requisite internal approvals for the transfer of the equity interest under the Sale and Purchase Agreement;
- (b) Harbin Distillery having approved the necessary amendments to its articles of association;
- (c) the necessary governmental approvals required for the transfer of the equity interest pursuant to the Sale and Purchase Agreement having been obtained;
- (d) the Vendor having completed the necessary registration procedures in respect of the transfer of the equity interest in Harbin Distillery with the Administration of Commerce and Industry in Harbin Municipality;
- (e) the Vendor having provided the Company with written evidence to confirm the execution and delivery of the Sale and Purchase Agreement and any other agreements by the Vendor (or any party authorised by the Vendor) are duly authorised, signed and delivered;
- (f) the Vendor having provided the Company with all the consents, certificates, documents, approvals and other items which should be provided by the Vendor pursuant to the Sale and Purchase Agreement or are reasonably requested by the Company in order to validate the transactions under the Sale and Purchase Agreement or to enable the Company to receive valid and unencumbered equity interest;
- (g) the Company having obtained the necessary shareholder approvals in accordance with the requirements of the Listing Rules; and
- (h) the Stock Exchange having granted or agreed to grant the listing of and permission to deal in the Consideration Shares on the Stock Exchange.

Completion will take place on the tenth Business Day immediately after the day when all the Conditions Precedent have been fulfilled.

To date, except for conditions (a), (e), (f) and (g) which have been fulfilled, the other Conditions Precedent remain unfulfilled. As the Vendor is still in the process of obtaining the necessary governmental approvals required for the transfer of the equity interest as provided in condition (c), conditions (b), (d) and (h) are pending. The Company believes the delay in obtaining the relevant approvals is a procedural matter and does not represent any hurdles for the Acquisition. The Company anticipates that the Completion will not take place until 31 October 2008.

Further announcement will be made by the Company as required under the Listing Rules or as deemed appropriate by the board of directors.

By Order of the Board
Wealthmark International (Holdings) Limited
Peter Lo
Chairman

Hong Kong, 11 June 2008

As at the date hereof, the executive directors are Mr. Peter Lo, Mr. Li Wentao, Mr. David Lee Sun, Mr. Zhao Difei, Mr. Li Jian Quan and Mr. Lu Gui Pin; the non-executive director is Mr. Derek Emory Ting-Lap Yeung; and the independent non-executive directors are Dr. Leung Kwan-Kwok, Mr. Sam Zuchowski and Dr. Loke Yu alias Loke Hoi Lam.