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HENGDELI HOLDINGS LIMITED

亨得利控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3389)

VOLUNTARY ANNOUNCEMENT

The Company has recently received a notice from Mr. Zhang that on 21 July 2011, Mr. Zhang and Swatch has entered into a loan agreement, pursuant to which Mr. Zhang has obtained a loan facility for his personal funding needs. As a security of the loan, Mr. Zhang has mortgaged 500,000,000 shares of the Company held by Best Growth International Limited in favour of Swatch. Save as the above interest, Swatch's shareholding in the Company remains unchanged.

Hengdeli Holdings Limited (the “**Company**”) has recently received a notice from the chairman and director of the Company, Mr. Zhang Yuping (“**Mr. Zhang**”). According to the notice, on 21 July 2011, Mr. Zhang and The Swatch Group (Hong Kong) Limited (“**Swatch**”) has entered into a loan agreement, pursuant to which Mr. Zhang has obtained a loan facility for his personal funding needs. As a security of the loan, Mr. Zhang has mortgaged 500,000,000 shares of the Company held by Best Growth International Limited (a company owned as to 82.9% by Mr. Zhang) in favour of Swatch. Save as the above interest, Swatch's shareholding in the Company remains unchanged.

Since the Company noted different news relating to the abovementioned matter in the market, the Company makes this announcement to clarify the relevant matter.

Shareholders and investor of the Company shall exercise caution in dealing with the shares of the Company.

By Order of the Board
HENGDELI HOLDINGS LIMITED
Zhang Yuping
Chairman

Hong Kong, 29 July 2011

As at the date hereof, the Executive Director and Chairman of the Company is Mr. Zhang Yuping, the Executive Directors are Mr. Song Jianwen and Mr. Huang Yonghua, the Non-executive Directors are Mr. Chen Sheng, Mr. Shi Zhongyang and Ms. Zheng Yu, the Independent Non-executive Directors are Mr. Cai Jianmin, Mr. Wong Kam Fai William and Mr. Liu Xueling.