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UNI-PRESIDENT CHINA HOLDINGS LTD.

統一企業中國控股有限公司*

(a company incorporated in the Cayman Islands with limited liability)

(Stock Code: 220)

**PROPOSED ESTABLISHMENT OF AN EQUITY INVESTMENT ENTERPRISE
AND AN INVESTMENT MANAGEMENT COMPANY**

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Company intends to establish the Equity Investment Enterprise for the purpose of equity participation in entities in the consumer livelihood-related industries in the PRC. In connection therewith, the Company intends to establish the Investment Management Company.

Other co-investors in the Equity Investment Enterprise are yet to be confirmed. The shareholders of the Investment Management Company are Champ Green Capital Limited, a wholly-owned subsidiary of the Company, and Shanghai International Group Asset Management Co., Ltd.. When appropriate opportunities arise, additional co-investors may be introduced into the Investment Management Company.

In respect of the Equity Investment Enterprise, its size is expected to range from approximately RMB1 billion (equivalent to approximately HK\$1.14 billion) to RMB3 billion (equivalent to approximately HK\$3.42 billion). It is expected that the Company's capital commitment to the Equity Investment Enterprise, either directly or indirectly through its affiliates, will be up to RMB100 million (equivalent to approximately HK\$114 million).

In respect of the Investment Management Company, its capital is expected to be US\$2 million (equivalent to approximately HK\$15.52 million). It is expected that the Company and Shanghai International Group Asset Management Co., Ltd. will contribute 80% and 20% of the capital of the Investment Management Company, respectively.

The Board believes that the establishment of the Equity Investment Enterprise and the Investment Management Company would further the Company's strategic expansion in the PRC. Leveraging on the expertise and management capability of the Company and consolidating the resources in the capital market, the Equity Investment Enterprise would invest in companies in the consumer livelihood-related

industries with well-established distribution channels and well-recognized brands, help lower the cost of potential acquisitions made by the Company and strengthen the value of the Company while capitalizing on appropriate investment opportunities.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, Shanghai International Group Asset Management Co., Ltd. and its ultimate beneficial owners are third parties independent of the Company and connected persons (as defined in the Listing Rules) of the Company.

The Directors believe that the proposed terms for the establishment of the Equity Investment Enterprise and the Investment Management Company are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The establishment of the Equity Investment Enterprise and the Investment Management Company does not constitute a notifiable transaction for the Company under the Listing Rules. This announcement is made for information of Shareholders and other investors only.

The discussions between the Company and Shanghai International Group Asset Management Co., Ltd. regarding the establishment of the Equity Investment Enterprise and the Investment Management Company may or may not lead to final agreements. The particulars of the Equity Investment Enterprise and the Investment Management Company as the final agreements may prescribe may be materially different from those disclosed in this announcement. Shareholders and potential shareholders are cautioned to exercise care in dealing in the shares of the Company.

The Company will make further announcement in relation to the progress of the establishment of the Equity Investment Enterprise and the Investment Management Company pursuant to the Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context requires otherwise:

“Board”	the board of directors of the Company
“Champ Green Capital Limited”	Champ Green Capital Limited, a limited liability company incorporated in Hong Kong which is wholly owned by the Company. Its principal business activity is investment management and business operation consultation
“Company”	Uni-President China Holdings Ltd., a limited liability company incorporated in the Cayman Islands with its shares listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company

“Equity Investment Enterprise”	An equity investment enterprise to be established in the Jingan District of Shanghai, the PRC, by the Company and other co-investors
“Investment Management Company”	A company to be established by the Company, through its wholly-owned subsidiary Champ Green Capital Limited, and Shanghai International Group Asset Management Co., Ltd. responsible for the day-to-day operations and management of the Equity Investment Enterprise
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China, excluding, for the purpose of this announcement only, Hong Kong, Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shanghai International Group Asset Management Co., Ltd.”	Shanghai International Group Asset Management Co., Ltd. (上海國際集團資產管理有限公司), a limited liability company incorporated in the PRC which is wholly state-owned. Its principal business activity is direct investment and asset management
“Shareholder(s)”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
Uni-President China Holdings Ltd.
Lo Chih-Hsien
Chairman

Hong Kong, 25 May 2010

As at the date of this announcement, the executive directors are Mr. Lo Chih-Hsien and Mr. Lin Wu-Chung; the non-executive directors are Mr. Kao Chin-Yen, Mr. Lin Chang-Sheng, Mr. Lin Lung-Yi and Mr. Su Tsung-Ming; and the independent non-executive directors are Mr. Chen Sun-Te, Mr. Fan Ren-Da, Anthony, Mr. Hwang Jenn-Tai, Mr. Yang Ing-Wuu and Mr. Lo Peter.

* *For identification purpose only*