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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)

SUPPLEMENTAL ANNOUNCEMENT
DISCLOSEABLE TRANSACTION
ACQUISITION OF CARTELO INDUSTRIES
ACQUISITION OF SHANGHAI RUXIN

Reference is made to the announcement of the Company dated 6 April 2011 in relation to the Acquisition (the “**Announcement**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as defined in the Announcement.

BACKGROUND

The Board makes this supplemental announcement further to the Announcement to provide further details in relation to the Acquisition.

BASIS OF DETERMINING THE CONSIDERATION

As disclosed in the Announcement, the cash consideration under the First Share Transfer Agreements and the Second Share Transfer Agreements reflects the share value of Cartelo Industries and Shanghai Ruxin respectively as at 28 February 2011 and revaluation value of a property owned by Cartelo Industries (subject to finalization).

The share value of Cartelo Industries and Shanghai Runxin (together, the “**Targets**”) reflects the profits/loss and assets of the Targets. The net asset value of the Targets as at 31 December 2010, which was disclosed in the Announcement, was audited by third party auditors in the PRC. Such net asset value is different from that of the Targets as at 28 February 2011 and the latter formed the basis of the cash consideration under the First Share Transfer Agreements and the Second Share Transfer Agreements. The net asset value of Cartelo Industries and Shanghai Ruxin as at 28 February 2011 are RMB68,363,733.34 and RMB22,722,310.85 respectively.

The final aggregate consideration under the First Share Transfer Agreements and the Second Share Transfer Agreements was arrived at after arm’s length negotiation between the Group and the Targets.

REASONS FOR AND BENEFITS OF ENTERING IN TO THE ACQUISITION

In considering whether the terms of the transaction are fair and reasonable, the Board had taken into consideration the assets owned by Cartelo Industries including its owned property. The valuation amount of such property is estimated to be over RMB630,000,000 (subject to final adjustment prior to 15 May 2011). The Board believes that such property, which will be indirectly owned by the Company after the Acquisition, is beneficial to the Group's expansion plans in the PRC. The Board took into account a number of factors related to the property in evaluating whether the terms of the transaction are fair and reasonable, such as the location of the property and the rent generated by the property and also compared its value with those of similar properties in the neighbourhood. Having considered the above factors, the Board came to the view that the terms of the transaction are fair and reasonable.

While the valuation of the property was an important consideration for the Board in negotiating the consideration of the Acquisition, the Board would like to clarify that the Company does not intend to invest or speculate in the property market as the property is intended to be used for the Company's future office expansion plans. The property is neither owned for the purposes of generating rental income nor for making a sale in the near future.

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

Hong Kong, 13 April 2011

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. Yang Ing-Wuu and Mr. Lo Peter.

* *For identification purpose only*