

## SUMMARY

*This summary aims to give you an overview of the information contained in this prospectus. As it is a summary, it does not contain all the information that may be important to you. You should read this prospectus in its entirety before you decide to invest in the Offer Shares. There are risks associated with any investment. Some of the particular risks in investing in the Offer Shares are set out in the section headed “Risk Factors” in this prospectus. You should read that section carefully before you decide to invest in the Offer Shares.*

### OVERVIEW OF THE BUSINESS

The Group is a vertically integrated pork supplier principally engaged in hog farming, hog slaughtering and sale of pork. Fujian Tianyi is one of the largest pork suppliers in Putian City, Fujian Province, contributed to approximately 21.9% of the aggregate output of hogs in Putian City, Fujian Province in 2011 <sup>(Note 1)</sup>.

The Group’s revenue increased from approximately RMB157.4 million for the year ended 31 December 2009 to approximately RMB519.3 million for the year ended 31 December 2011 representing a CAGR of approximately 81.6%. The Group’s profit for the year increased from approximately RMB27.0 million for the year ended 31 December 2009 to approximately RMB90.0 million for the year ended 31 December 2011 representing a CAGR of approximately 82.6%.

### PRODUCTS AND SALES

#### Main products

During the Track Record Period, the principal products of the Group were commodity hogs and pork (including whole hog carcasses and various cuts of pork as well as different side products such as heads, intestines and other internal organs). Prior to August 2009, a majority of the Group’s revenue had been generated from the sale of commodity hogs. Upon the commencement of the operation of the Group’s slaughterhouse in August 2009, the Group shifted its focus to wholesale and retail of pork.

The following table sets out the breakdown of the Group’s sales volume and revenue by product category and sales segment during the Track Record Period:

	2009		Year ended 31 December			2010		2011		
	Volume (’000kg)	Revenue (RMB’000)	% of total revenue	Volume (’000kg)	Revenue (RMB’000)	% of total revenue	Volume (’000kg)	Revenue (RMB’000)	% of total revenue	
Commodity hogs	2,056	27,462	17.4	238	3,024	0.7	n.a.	n.a.	n.a.	
Pork										
— retail	770	14,263	9.1	3,642	76,058	17.1	9,181	236,454	45.5	
— wholesale	<u>6,534</u>	<u>115,718</u>	<u>73.5</u>	<u>20,223</u>	<u>365,285</u>	<u>82.2</u>	<u>11,995</u>	<u>282,885</u>	<u>54.5</u>	
Total	<u>9,360</u>	<u>157,443</u>	<u>100.0</u>	<u>24,103</u>	<u>444,367</u>	<u>100.0</u>	<u>21,176</u>	<u>519,339</u>	<u>100.0</u>	

*Note 1:* The Group’s market share in Putian City was calculated by dividing the Group’s number of output of hogs by the total number of output of hogs in Putian City during the same period as announced by the People’s Government of Putian City (莆田市人民政府).

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The following table sets out the average selling prices of the Group's products during the Track Record Period:

	<b>Year ended 31 December</b>		
	<b>2009</b>	<b>2010</b>	<b>2011</b>
	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>
<b>Average selling prices per kg (note)</b>			
Commodity hogs	13.4	12.7	n.a.
Pork			
— retail	18.5	20.9	25.8
— wholesale	17.7	18.1	23.6

*Note:* Average selling prices represent the revenue for the year divided by the sales volume for the relevant year.

For the three months ended 31 March 2012, the average retail price and average wholesale price of pork were approximately RMB26.0 per kg and RMB23.8 per kg respectively.

As advised by the PRC Legal Advisers, there are no specific rules and regulations in the PRC which set prices or price ranges of the Group's products.

The following table sets out the gross profit and gross profit margin by product category and sales segment during the Track Record Period:

	<b>Year ended 31 December</b>					
	<b>2009</b>		<b>2010</b>		<b>2011</b>	
	<i>RMB'000</i>	<i>Gross profit margin %</i>	<i>RMB'000</i>	<i>Gross profit margin %</i>	<i>RMB'000</i>	<i>Gross profit margin %</i>
<b>Gross profit and gross profit margin</b>						
Commodity hogs	8,339	30.4	266	8.8	n.a.	n.a.
Pork						
— retail	4,546	31.9	19,045	25.0	60,359	25.5
— wholesale	<u>33,739</u>	29.2	<u>60,929</u>	16.7	<u>61,656</u>	21.8
<b>Total</b>	<u><u>46,624</u></u>	29.6	<u><u>80,240</u></u>	18.1	<u><u>122,015</u></u>	23.5

Prior to 2009, a majority of the Group's revenue had been generated from the sale of commodity hogs. With a view to further developing the downstream market and to become a vertically integrated pork supplier, the Group established its own slaughterhouse, with a maximum annual slaughtering capacity of approximately 2,000,000 hogs, which was put into operation in August 2009. With the newly added slaughtering facility, the Group has successfully formed a vertically integrated operational platform comprising hog farming, hog slaughtering and production and sale of pork. Since then, the

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Group has shifted its principal business focus from the sale of commodity hogs to the wholesale of pork, mainly whole hog carcasses and internal organs, as well as retail of pork marketed under the Group's own brand.

As a result, the financial result of the Group for the year ended 31 December 2010 was significantly influenced by such change in the Group's business focus in late 2009. The Group recorded revenue of approximately RMB444.4 million and gross profit of approximately RMB80.2 million for the year ended 31 December 2010, which represented a significant increase of approximately 182.3% and 72.1% respectively compared to those for the year ended 31 December 2009. The wholesale of pork accounted for 82.2% of the Group's total revenue in the year ended 31 December 2010 compared to that of approximately 73.5% in the year ended 31 December 2009. Moreover, such change in the Group's business focus also changed the cost structure of the Group. While the Group's cost of sales of RMB110.8 million for the year ended 31 December 2009 mainly comprised operating expenses of the Group's hog farm, the Group's cost of sales of RMB364.1 million for the year ended 31 December 2010 primarily comprised operating expenses, such as depreciation of equipment and machineries and staff costs, incurred in the Group's operation of the slaughterhouse. The Group's cost of sales for the year ended 31 December 2010, as a result, increased by RMB253.3 million or 228.6% as compared to that for the year ended 31 December 2009. Furthermore, as the Group financed the construction of the slaughterhouse using short-term borrowings and working capital, the Group recorded net current liabilities of approximately RMB38.5 million as at 31 December 2009.

Nevertheless, the shift of focus to wholesale of pork not only brought about a significant increase in Group's sales, but also enhanced the market recognition of the Group. Through such vertical business expansion, the scale of operation, revenue base and distribution network of the Group have been expanded and the risks in connection with the fluctuation of the prices of hogs and/or pork are diversified. The revenue derived from sales of commodity hogs has decreased significantly thereafter and revenue derived from the wholesale of pork has made up the largest portion of the Group's revenue since the year ended 31 December 2009.

### **Wholesale of pork**

Since the commencement of operation of the Group's slaughterhouse in August 2009, a majority of the Group's revenue was derived from the wholesale of pork, mainly whole hog carcasses and heads, intestines and internal organs of hogs. The Group's wholesale customers mainly include individual local pork product traders who, to the best knowledge and belief of the Directors, normally resell the Group's products to restaurants, hotels or shops at farmer's markets and the sales network of these individual pork product traders are mostly scattered in rural areas of Putian City. As at 31 December 2009, 2010 and 2011, the Group had entered into contracts with nine, 14 and eight individual pork product traders, who are Independent Third Parties, among which three of them have been conducting business with the Group since the commencement of operation of the Group's slaughterhouse.

The pork product traders have their own sales networks and often demand larger quantities of the Group's products than retail consumers of the Group. The Group determines whether to extend the wholesale contracts with the pork product traders by their size of business, market reputation as well as order size. The average wholesale price of pork sold by the Group were approximately RMB17.7, RMB18.1 and RMB23.6 per kg for the three years ended 31 December 2011.

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### **Retail sale of pork**

During the Track Record Period, the Group had been striving to expand its retail sales network by developing its network of direct sales outlets and concession counters at supermarket chains in the PRC. Currently, the Group retails its products, mainly various cuts of pork and internal organs of hogs, under its “” brand. The Group’s retail customers mainly include consumers at Points of Sales as well as canteens, restaurants, food processing factories and individual customers who directly purchase in bulk. Save for the Points of Sales at a U.S. supermarket chain, the Group’s trademark and logo are displayed at the Point of Sales.

The Directors believe that a well recognised brand with a reputation of good product quality could instil confidence among customers in the Group’s products and thus enhance the Group’s competitiveness in the market. As such, the Group established its own brand and its first Point of Sales in July 2007 to market its products under its own brand in the retail network.

In anticipation of the increase in demand of the Group’s products, the Group has also expanded its direct sales network by developing more Points of Sales in the Fujian Province. This initiative not only brought a significant increase in the Group’s sales, but also enhanced the market recognition of the Group.

#### *Direct sales outlets*

The Group opened its first direct sales outlet in year 2007 selling its products. As at 31 December 2009, 2010 and 2011 and at the Latest Practicable Date, the Group operated 19, 18, 14 and 20 direct sales outlets in Putian City and Fuzhou City respectively. The Group operates these direct sales outlets on leased premises. All the direct sales outlets adopt the same policies, from decoration style and staff uniform to management principle.

Sales derived from these direct sales outlets represented approximately 6.2%, 7.5% and 8.0% of the Group’s total revenue for the years ended 31 December 2009, 2010 and 2011 respectively.

#### *Concession counters at supermarkets*

In view of the changing shopping style of local households, to capitalise on the customer flow of supermarkets, the Group had begun operating concession counters at local and international supermarket chains for the retail sale of the Group’s pork since May 2009. Except for the concession counters at one of the U.S. supermarket chains, currently pork sold through these concession counters are branded under “”. As at 31 December 2009, 2010 and 2011 and the Latest Practicable Date, the Group operated five, 28, 53 and 54 concession counters at supermarkets. As at the Latest Practicable Date, 21 of them were in Putian City, 18 in Quanzhou City, 10 in Fuzhou City and five in Zhangzhou City.

Sales derived from these concession counters at supermarkets represented approximately 0.5%, 2.6% and 14.2% of the Group’s total revenue for the years ended 31 December 2009, 2010 and 2011 respectively.

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### Gross profit margin

Due to the promulgation of the Delimit Plan by the local government of Putian City in April 2010, the farming operation of a large number of the Contract Farmers was restricted. In order to maintain a stable supply of hogs, the Group started to procure hogs at older age of 150-day for further farming by Contract Farms, which was targeted to shorten the production cycle. The average procurement cost of 150-day old hogs was higher than that of 60-day old hogs, which had increased the average purchase cost of commodity hogs from approximately RMB471.2 per head for the year ended 31 December 2009 to approximately RMB674.9 per head for the year ended 31 December 2010. As a result, the Group's gross profit margin decreased from approximately 29.6% for the year ended 31 December 2009 to approximately 18.1% for the year ended 31 December 2010.

Gross profit margin of the Group improved from 18.1% for the year ended 31 December 2010 to 23.5% for the year ended 31 December 2011. The significant improvement was mainly attributable to the increase in the average market price of pork in 2011. Average selling prices of the Group's retail and wholesale of pork products for the year ended 31 December 2011 increased by approximately 23.4% and 30.4% respectively compared with those for the year ended 31 December 2010. Moreover, revenue derived from retail of pork, which achieved a higher gross profit margin, accounted for approximately 45.5% of the Group's total revenue for the year ended 31 December 2011 compared to that of only approximately 17.1% of the Group's total revenue for the year ended 31 December 2010.

Despite the gross profit margin of the Group increased from 18.1% for the year ended 31 December 2010 to 23.5% for the year ended 31 December 2011, the Group's gross profit margin had been progressively decreased during the year ended 31 December 2011. For instance, the Group's gross profit margin decreased from approximately 26.7% for the six months ended 30 June 2011 to approximately 24.6% for the nine months ended 30 September 2011, and further decreased to approximately 23.5% for the year ended 31 December 2011. The decrease in the Group's gross profit margin during the year 2011 was primarily as a result of the fluctuations in market prices of hogs and pork in the PRC during the year. Attributable to the rapid increase in market prices of pork during first half of 2011, at a greater magnitude than the increase in market prices of hogs, the Group benefited from the higher selling prices but relatively low procurement costs and recorded a higher gross profit margin compared to that for year ended 31 December 2010. The increasing market prices of hogs and pork had slowdown during the third quarter of 2011 and experienced a rapid drop in the fourth quarter of 2011. As a result, the Group's gross profit margin declined due to the lower selling prices and relatively high procurement costs in the second half of 2011.

### Recent development

In 2012, the Group continued to dedicate effort on retail sale of pork by expanding its network of Point of Sales as well as its other retail customers base such as restaurants, food processing factories and individual bulk purchase customers. Since the beginning of the year, the Group had established seven new Point of Sales in its retail network and had a total number of 74 Point of Sales as at the Latest Practicable Date. The Group's financial performance for the three months ended 31 March 2012 was improved compared to that of the three months ended 31 March 2011. The improvement was mainly contributed by the increase in sales volume and the increase in market prices of pork. Based on the Group's unaudited financial statements for the three months ended 31 March 2012, total revenue and sale volume of the Group increased by over 30% and 17% respectively and average wholesale price and average retail price of the Group's pork also increased by over 10% and 4% respectively compared to

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those for the three months ended 31 March 2011. As it is the Group's strategy in prioritising the Group's supply of pork to its retail sale which generates a higher profit margin than wholesale of pork, revenue from retail sale of pork continued to increase and accounted for around half of the Group's total revenue for the three months ended 31 March 2012. However, although the average selling price of pork during the three months ended 31 March 2012 was higher than that of the three months ended 31 March 2011, the magnitude of the increase in the average purchase price of hogs in the three months ended 31 March 2012 compared to that in the three months ended 31 March 2011 was higher than the magnitude of the increase in the average selling prices of pork in the relevant period driven by the prevailing market prices of hogs and pork, as such, the gross profit margin of the Group for the three months ended 31 March 2012 decreased by around 3% compared to that of the three months ended 31 March 2011. In general, based on the current information available to the Directors, the Directors anticipated that the operating performance of the Group during the first half of 2012 remained stable compared to that of 2011. The Directors also confirm that there has been no material adverse change in the financial or trading position of the Group since 31 March 2012 and up to the date of this prospectus.

### PRODUCTION MODEL

The Group's own production facilities, including a hog farm and a slaughterhouse, are located in Putian City, Fujian Province. As at the Latest Practicable Date, the Group had also engaged five Contract Farmers to provide hog farming services. The Group's slaughterhouse is the only slaughterhouse with a "star-rating" recognition approved and designated by the People's Government of Putian City (莆田市人民政府) operating in four districts (Chengxiang District (城廂區), Licheng District (荔城區), Xiuyu District (秀嶼區) and North Meizhouwan Bay Economic Development District (湄洲灣北岸經濟開發區)) out of the five districts and one county in Putian City. There were two other "star-rated" slaughterhouses and 29 non "star-rated" designated slaughterhouses (非機械化生豬定點屠宰場) which did not employ a mechanical slaughtering process in Putian as at 31 December 2010, according to the Fujian Provincial Economic and Trade Commission (福建省經濟貿易委員會) and the People's Government of Putian City (莆田市人民政府). Moreover, the Group's slaughterhouse was the only recognised "2-Star" slaughterhouse in Putian City, whereas the other two "star-rated" slaughterhouses were both "1-Star" slaughterhouse under the five-level recognition system (with "5-Star" as the highest rank). Furthermore, according to the Working Committee of Fixed-location Slaughtering Management of Putian City (莆田市牲畜定點屠宰管理工作領導小組), the total number of hogs slaughtered by the Group in 2010 was approximately 279,700 whereas the aggregate number for the two other "star-rated" slaughterhouses was approximately 229,400 during the same period.

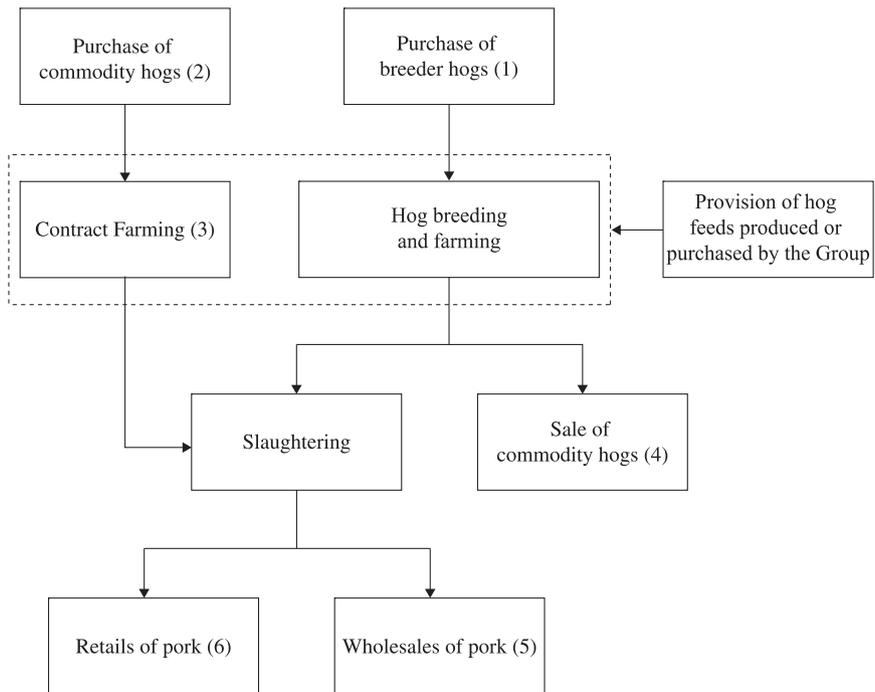
The Group has implemented stringent measures for its hog farming and pork production process to ensure safety and quality of its products and to comply with the applicable environmental regulations. The Group has also employed an environmentally friendly waste management system which recycles hog wastes as fertiliser at its hog farm.

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The following chart briefly illustrates the Group's current vertically integrated business model:



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### Parties involved in the Group's production model

- |                             |   |
|-----------------------------|---|
| (1) Breeder hog suppliers   | The Group procures breeder hogs (boars and gilts), of generally 110-day old, from breeder hog suppliers for further farming and breeding in the Group's hog farm. Breeder hog suppliers supply breeder hogs of specific species, quantity, quality and schedule required by the Group.  |
| (2) Commodity hog suppliers | The Group procures commodity hogs of generally 150-day old from commodity hog suppliers for further farming in the Contract Farms. The Group enters into supply contracts with commodity hog suppliers for a term of generally one year for the supply of commodity hogs of specific weight, quantity and quality required by the Group.  |
| (3) Contract Farmers        | To expand the Group's farming capacity in a fast and efficient manner and to better utilise the capacity of the Group's slaughterhouse, since April 2009, the Group has engaged the Contract Farmers to provide hog farming services to the Group. The Group provides commodity hogs, hog feeds, medication and vaccination and technical assistance to the Contract Farmers, whereas the Contract Farmers farm the Group's hogs in accordance with the Group's requirements. The Group collects the finishers from the Contract Farms for production of pork.<br><br>During the years ended 31 December 2009, 2010 and 2011, approximately 64.1%, 91.0% and 89.6% of the Group's hog output for the respective period were farmed by Contract Farmers respectively. As at 31 December 2011, the Group had engaged five Contract Farmers. Please refer to the section headed "Business — Farming of hogs by Contract Farmers" in this prospectus for further details of Contract Farming. |
| (4) Commodity hog traders   | Prior to 2009, the Group's revenue was mainly derived from the sale of commodity hogs farmed in its own farm to commodity hog traders.  |
| (5) Pork product traders    | The Group principally wholesales its pork, mainly whole hog carcasses and internal organs, to individual pork product traders who resell the Group's pork to restaurants, hotels or shops at farmers' market which are mostly scattered in rural areas of Putian City. The Group enters into wholesale contracts with individual pork product traders for a term of generally one year.   |
| (6) Contract supermarkets   | The Group enters into non-exclusive contracts with supermarkets for the operation of the Group's concession counters in local and international supermarket chains for retail of the Group's pork.  |

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### AWARDS AND RECOGNITION

The Group commenced its operation in 2006 and subsequently became a model business corporation for the “Agricultural Cooperation Projects between Taiwan and Fujian Province (海峽兩岸(福建)農業合作計劃)”. In August 2007, the Group successfully applied for and received a subsidy from the Department of Science and Technology of Fujian Province (福建省科學技術廳) for the Group’s environmentally friendly hog farming facilities and method. In addition, the Group has received numerous awards from each of the governments of Fujian Province and Putian City, including but not limited to “Leading Enterprise of Fujian Province’s Agricultural Husbandry Industrialisation (福建省農牧業產業化龍頭企業)”, and “Leading Enterprise of Fujian Province (省級重點龍頭企業)”. The Group is also named as a “National Advanced Entity of Science Popularisation of Rural Area (全國科普惠農興村先進單位)” by the China Association of Science and Technology (中國科學技術協會). The Group’s managerial system was accredited the ISO 9001:2008 by the Fujian Southeast Standard Certification Centre (福建省東南標準認證中心).

The Group’s products had been accredited, *inter alia*, “Harmless Products to the Public (無公害農產品)” by the Fujian Provincial Department of Agriculture in February 2008 and March 2011. The Group’s brands “” and “” were recognised as the “Fujian Province’s Famous Brand Product (福建名牌產品)” by the People’s Government of Fujian Province in December 2008 and March 2012, and “” as the “Fujian Province’s Famous Trademark (福建省著名商標)” by the Committee of Recognition of Famous Trademark of Fujian Province (福建省著名商標認定委員會) in November 2010. Please refer to the section headed “Business — Awards and certificates” in this prospectus for the list of awards and certificates received by the Group.

### COMPETITIVE STRENGTHS

The Directors believe that the Group’s success to date and potential for future growth are attributable to the Group’s following competitive strengths:

- The Group’s hog slaughterhouse is the only “2-Star” slaughterhouse recognised and approved by the People’s Government of Putian City (莆田市人民政府).
- The Group operates a vertically integrated business model comprising hog farming, slaughtering and pork sales and distribution. Adoption of such vertically integrated business model helps to minimise the Group’s reliance on third parties suppliers and diversify the risk in connection with the fluctuation of various production costs and enables the Group to ensure the quality and safety of its products and helps promote the Group’s reputation.
- The Group developed its sales network for pork under its self-owned brand “Putian (普甜)”, with  and  being recognised by the People’s Government of Fujian Province (福建省人民政府) as “Fujian Province’s Famous Brand (福建名牌產品)” in December 2008 and March 2012, and with “” being recognised by the Committee of Recognition of Famous Trademark of Fujian Province (福建省著名商標認定委員會) as the “Fujian Province’s Famous Trademark (福建省著名商標)” in November 2010.

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- The Group has stringent internal control measures for its production process to ensure the quality of the Group's products complies with the PRC laws and regulations, and the Group was awarded ISO 9001:2008 for its internal management system.
- The Group's senior management team, led by Mr. Cai Chenyang, has extensive operational and industrial experience which helped the Group grow rapidly during the Track Record Period.

### **BUSINESS STRATEGIES**

The Group plans to capitalise on its competitive strengths set out above and expand its business by pursuing the following core strategies:

- Expand hog farming capacity for better utilising the Group's existing production facilities.
- Upgrade production facilities to expand product range.
- Expand the Group's sale and distribution network and strengthen brand recognition.

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### SUMMARY OF HISTORICAL FINANCIAL INFORMATION

The following table sets forth, for the years indicated, certain information relating to the income and expense items as derived from the combined statements of comprehensive income, the details of which are set out in the Accountants' Report in Appendix I to this prospectus.

#### Combined Statements of Comprehensive Income

	Year ended 31 December		
	2009	2010	2011
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
<b>Revenue</b>	157,443	444,367	519,339
Cost of sales	<u>(110,819)</u>	<u>(364,127)</u>	<u>(397,324)</u>
<b>Gross profit</b>	46,624	80,240	122,015
Other revenue and gains	585	605	2,459
Change in fair value less costs to sell of biological assets	(8,516)	11,173	(2,891)
Selling and distribution expenses	(3,114)	(9,441)	(11,480)
Administrative expenses	(4,933)	(7,000)	(15,628)
Finance costs	(3,535)	(3,773)	(4,281)
Other operating expenses	<u>(66)</u>	<u>(60)</u>	<u>(181)</u>
Profit before taxation	27,045	71,744	90,013
Taxation	<u>—</u>	<u>—</u>	<u>—</u>
<b>Profit for the year</b>	<u>27,045</u>	<u>71,744</u>	<u>90,013</u>
<b>Other comprehensive (loss)/income</b>			
Exchange differences on translation of foreign operations	<u>(1)</u>	<u>1</u>	<u>673</u>
Other comprehensive(loss)/income for the year, net of tax	<u>(1)</u>	<u>1</u>	<u>673</u>
<b>Total comprehensive income for the year</b>	<u>27,044</u>	<u>71,745</u>	<u>90,686</u>
Dividends	<u>—</u>	<u>—</u>	<u>64,584</u>
<b>Earnings per Share</b>			
Basic and diluted ( <i>RMB cents</i> )	<u>4.51</u>	<u>11.96</u>	<u>15.00</u>

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### OFFER STATISTICS<sup>(1)</sup>

	<b>Based on Offer Price of HK\$0.70</b>	<b>Based on Offer Price of HK\$0.98</b>
Market capitalisation of the Company <sup>(2)</sup>	HK\$560,000,000	HK\$784,000,000
Unaudited pro forma adjusted net tangible asset value per Share <sup>(3)</sup>	HK\$0.42	HK\$0.48

*Notes:*

- (1) All statistics presented in this table are based on the assumption that the Over-allotment Option will not be exercised.
- (2) The calculation of market capitalisation is based on 800,000,000 Shares expected to be in issue immediately upon completion of the Global Offering and the Capitalisation Issue, assuming that the Over-allotment Option will not be exercised.
- (3) The unaudited pro forma adjusted net tangible asset value per Share is calculated after making the adjustments referred to in the section headed “Unaudited Pro Forma Financial Information” in Appendix II to this prospectus and based on 800,000,000 Shares expected to be in issue immediately upon completion of the Global Offering and (assuming that the Over-allotment Option will not be exercised) and the respective Offer Prices of HK\$0.70 and HK\$0.98.

### FUTURE PLANS

- Expand the Group’s hog breeding and farming capacity by constructing six additional hog farms, including one for farming breeder hogs, three for farming commodity hogs (grow up to 60-day old) and two for farming commodity hogs (grow up to 180-day old), in order to increase the Group’s output capacity to approximately 9,400 gilts and 374,500 commodity hogs per year by 2014.
- Upgrade the Group’s production facilities in order to produce chilled pork at the Group’s slaughterhouse at an estimated cost of approximately RMB16.3 million. The upgrade is expected to be completed by October 2012.
- Expand the Group’s sale and distribution network by opening six additional Points of Sales from the day following the Latest Practicable Date to 31 December 2012.

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### USE OF PROCEEDS

Assuming an Offer Price of HK\$0.84 per Offer Share (being the mid-point of the indicative Offer Price range of HK\$0.70 to HK\$0.98 per Offer Share), the net proceeds from the Global Offering, after deducting the underwriting fees and estimated expenses payable by the Company in connection with the Global Offering, are estimated to be HK\$131.7 million (equivalent to approximately RMB107.1 million). The Directors presently intend to apply the net proceeds as follows:

- as to approximately HK\$56.1 million (equivalent to approximately RMB45.6 million and approximately 42.6% of the net proceeds from the Global Offering) will be used to finance the cost of constructing the Group's six new hog farms;
- as to approximately HK\$32.0 million (equivalent to approximately RMB26.0 million and approximately 24.3% of the net proceeds from the Global Offering) will be used to finance the cost of leasing land on which the six new hog farms would be constructed;
- as to approximately HK\$27.7 million (equivalent to approximately RMB22.5 million and approximately 21.0% of the net proceeds from the Global Offering) will be used to finance the cost of acquiring and installing equipment in the Group's six new hog farms; and
- as to approximately HK\$15.9 million (equivalent to approximately RMB13.0 million and approximately 12.1% of the net proceeds from the Global Offering) will be used to finance the cost of acquiring breeder hogs and parental breeder hogs.

### DIVIDEND POLICY

During the year ended 31 December 2011, the Group declared and paid dividends of approximately RMB64.6 million to Mr. Cai Chenyang from the retained earnings of Fujian Tianyi up to the year ended 31 December 2010. The Group has generated sufficient cash from its operating activities for such dividend payment during the year ended 31 December 2011. The Directors confirmed that no dividend was declared or paid by the Group in respect of any profit generated by Fujian Tianyi for the year ended 31 December 2011.

The Group currently does not have any plan to distribute regular dividends immediately after the Listing, although this is subject to change. The Board may declare dividends in the future after taking into account the operations, earnings, financial condition, cash requirements and availability and other factors as it may deem relevant at such time. Any declaration and payment as well as the amount of dividends will be subject to the constitutional documents and the Companies Law, including the approval of the Shareholders. The future declarations of dividends may or may not reflect the historical declarations of dividends and will be at the absolute discretion of the Board.

### RISK FACTORS

The Directors believe that there are certain risks involved in the Group's operations. They can be categorised as (i) risks associated with the Group's business operation, (ii) risks associated with conducting business in the PRC; and (iii) risks associated with the Shares and Global Offering.

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## SUMMARY

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The most significant risks are summarised below. Please refer to the section headed “Risk Factors” in this prospectus for further discussions on the risk factors.

- The fluctuation of product prices may affect the Group’s profitability.
- The Group’s working capital structure and profitability may be affected by the change in business model.
- The Group relies heavily on the wholesale to individual pork product traders.
- Consumers’ confidence in the Group’s products may be affected by market conducts.
- Outbreaks of swine diseases and animal diseases could adversely affect the Group’s business.
- The Group relies substantially on the hog suppliers.
- The Group relies substantially on the Contract Farmers to provide hog farming services.
- The Group may encounter fluctuation in the prices or interruption in the supply of direct materials.
- The Group relies heavily on market condition in the Fujian Province.
- Failure to obtain and maintain any or all of the required licences, permits and government approvals in the PRC could adversely affect the Group’s business and future expansion plans.
- Reliance on certain key executives.
- The Group recorded net current liabilities during the Track Record Period.
- The Group’s results of operation may fluctuate and there is no assurance that profits of the Group will sustain.
- The operating subsidiary, Fujian Tianyi, may not be able to continue to enjoy preferential tax treatments.