

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated 24 May 2011 (the “Prospectus”) issued by Zhengye International Holdings Company Limited (the “Company”) for detailed information about the International Placing and the Hong Kong Public Offer described below before deciding whether or not to invest in the Offer Shares thereby offered in the Global Offering.*

*Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.*

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## ZHENGYE INTERNATIONAL HOLDINGS COMPANY LIMITED

### 正業國際控股有限公司

*(incorporated in Bermuda with limited liability)*

#### GLOBAL OFFERING

Number of Offer Shares	: 125,000,000 New Shares (subject to the Over-allotment Option)
Number of International Placing Shares	: 112,500,000 New Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Public Offer Shares	: 12,500,000 New Shares (subject to adjustment)
Offer Price	: HK\$1.43 per Offer Share (plus brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, payable in full upon application and subject to refund)
Nominal value	: HK\$0.10 each
Stock code	: 3363

#### Sole Sponsor



#### Joint Global Coordinators and Joint Bookrunners



Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to (i) the Global Offering and the Capitalisation Issue (including the additional shares which may be issued upon the exercise of the Over-allotment Option); and (ii) the exercise of the options which may be granted under the Share Option Scheme. In the event the Over-allotment Option is exercised, an announcement will be made by the Company.

**Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.**

Applicants who would like to be allotted the Hong Kong Public Offer Shares in their own names should complete and sign the **WHITE** Application Forms or by submitting application to the HK eIPO White Form Service Provider under the **HK eIPO White Form** service ([www.hkeipo.hk](http://www.hkeipo.hk)). Applicants who would like to have the allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Form or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 24 May 2011, until 12:00 noon on Friday, 27 May 2011 at:

any of the following addresses of the **Hong Kong Underwriters**:

**Oriental Patron Securities Limited** at 27/F, Two Exchange Square, 8 Connaught Place, Central, Hong Kong

**CMB International Capital Limited** at Units 1803-4, 18/F, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong

**Cinda International Securities Limited** at 45/F Cosco Tower, 183 Queen's Road Central, Hong Kong

**SBI E2-Capital Financial Services Limited** at Unit A2, 32/F, United Centre, 95 Queensway, Hong Kong

**Guotai Junan Securities (Hong Kong) Limited** at 27/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

**Tung Shing Securities (Brokers) Limited** at 22/F China Overseas Building, 139 Hennessy Road, Wanchai, Hong Kong

or any of the following branches of The Bank of East Asia, Limited:

<b>District</b>	<b>Branch Name</b>	<b>Branch Address</b>
Hong Kong	Main Branch	10 Des Voeux Road Central, HK
	Taikoo Shing Branch	Shop G1010-1011, Yiu Sing Mansion
Kowloon	Mongkok Branch	638–640 Nathan Road
	Kwun Tong Branch	7 Hong Ning Road
New Territories	Tai Po Plaza Branch	Units 49–52, Level 1, Tai Po Plaza
	East Point City Branch	Shop 217B, Level 2, East Point City, 8 Chung Wa Road, Tseung Kwan O

or any of the following branches of Wing Lung Bank Limited:

<b>District</b>	<b>Branch Name</b>	<b>Branch Address</b>
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	North Point Branch	361 King's Road
Kowloon	Tsim Sha Tsui Branch	4 Carnarvon Road
New Territories	Shatin Plaza Branch	21 Shatin Centre Street
	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 24 May 2011 till 12:00 noon on Friday, 27 May 2011 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Applicants may submit application to the HK eIPO White Form Service Provider under the **HK eIPO White Form** service through the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Tuesday, 24 May 2011 until 11:30 a.m. on Friday, 27 May 2011 or such later time as described under the section headed “How to apply for Hong Kong Public Offer Shares — 12. Effect of bad weather conditions on the opening of the Application Lists” in the Prospectus (24 hours daily, except on the last day for lodging applications under the Hong Kong Public Offer). Please refer to the “Structure and conditions of the Global Offering” and “How to apply for Hong Kong Public Offer Shares” sections of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 24 May 2011 until 12:00 noon on Friday, 27 May 2011.

The Company expects to announce the level of indications of interest in the International Placing, the level of applications and the basis of allotment of the Hong Kong Public Offer Shares on Thursday, 2 June 2011 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.zhengye-cn.com](http://www.zhengye-cn.com).

Results of allocations in the Hong Kong Public Offer (with successful applicants' identification document numbers, where applicable) will be available through a variety of channels from Thursday, 2 June 2011.

No temporary document of title or any receipt for application money received will be issued by the Company in respect of the Hong Kong Public Offer Shares. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 3 June 2011. The Shares will be traded in board lots of 2,000 Shares. The stock code of the Company is 3363.

By order of the Board  
**Zhengye International Holdings Company Limited**  
**HU Zheng**  
*Chairman*

Hong Kong, 24 May 2011

*As at the date of this announcement, the executive Directors are Mr. HU Zheng, Mr. HU Hanchao and Mr. HU Hancheng, the non-executive Director is Mr. HU Hanxiang and the independent non-executive Directors are Mr. CHUNG Kwok Mo John, Mr. WU Youjun, and Mr. ZHU Hongwei.*

*Please also refer to the published version of this announcement in the **South China Morning Post**.*