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兴 达

XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

SHARE REPURCHASE PLAN

This announcement is made by Xingda International Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Pursuant to the repurchase mandate granted to the board of directors of the Company (the “**Board**”) at the annual general meeting of the Company held on 23 May 2014 (the “**AGM**”) for repurchase of shares not exceeding 10% of the issued share capital of the Company as at the date of the AGM (the “**Repurchase Mandate**”), the Company has approved a share repurchase plan (the “**Share Repurchase Plan**”) to repurchase shares of the Company (the “**Shares**”) from the open market with immediate effect until the conclusion of the next annual general meeting of the Company to be held in 2015.

The Share Repurchase Plan will be funded by the Company’s internal resources and/or external financing. As at the date of this announcement, the Company has arranged a banking facility of up to HK\$100 million solely for the purpose of financing the Share Repurchase Plan.

Under the Listing Rules, the Company shall not repurchase Shares from the open market if the repurchase price is higher by 5% or more than the average closing market price of the Shares for the 5 preceding trading days.

Should the Company repurchase any Shares under the Share Repurchase Plan, the Company will comply with all relevant regulatory requirements in connection with share repurchase under the Company’s articles of association, the Listing Rules and all applicable laws. Any Shares repurchased under the Share Repurchase Plan will be cancelled.

The Board believes that the Share Repurchase Plan reflects the Board's confidence in the Company's solid financial position and future prospects.

Shareholders and potential investors should note that as at the date of this announcement, the Company has not repurchased any Share(s) under the Repurchase Mandate. Any share repurchase the Company may make under the Share Repurchase Plan will be subject to market conditions and at the Board's absolute discretion. The Company may repurchase Share(s) at any price as determined by the Board, subject to applicable rules under the Listing Rules. There is no assurance of the timing, quantity or price of any share repurchase or whether the Company will make any repurchase at all. Shareholders and potential investors should therefore exercise caution when dealing in the Shares.

By Order of the Board of
Xingda International Holdings Limited
Liu Jinlan
Chairman of the Board

Shanghai, the PRC, 24 October 2014

As at the date of this announcement, the executive directors of the Company are Mr. Liu Jinlan, Mr. Liu Xiang, Mr. Tao Jinxiang and Mr. Zhang Yuxiao; the non-executive director of the Company is Ms. Wu Xiaohui; and the independent non-executive directors of the Company are Mr. Koo Fook Sun, Louis, Mr. William John Sharp and Ms. Xu Chunhua.