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# ASIA ENERGY LOGISTICS GROUP LIMITED 亞洲能源物流集團有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 351)

# DISCLOSEABLE TRANSACTION ACQUISITION OF LISTED SECURITIES

From 2 February 2010 to 17 February 2010, Bright Master, a wholly-owned subsidiary of the Company, acquired a total of 9,000,000 Tack Hsin Shares in the open market at a total consideration of HK\$20,793,040 (excluding stamp duty and related expenses), equivalent to an average price of approximately HK\$2.31 per Tack Hsin Share. The 9,000,000 Tack Hsin Shares acquired represent approximately 2.48% of the entire issued share capital of Tack Hsin as at the date of this announcement.

As the applicable percentage ratio for the Acquisition is more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction for the Company pursuant to Rule 14.06(2) of the Listing Rules.

# **ACQUISITION OF TACK HSIN SHARES**

From 2 February 2010 to 17 February 2010, Bright Master, a wholly-owned subsidiary of the Company, acquired a total of 9,000,000 Tack Hsin Shares in the open market at a total consideration of HK\$20,793,040 (excluding stamp duty and related expenses), equivalent to an average price of approximately HK\$2.31 per Tack Hsin Share. The 9,000,000 Tack Hsin Shares acquired represent approximately 2.48% of the entire issued share capital of Tack Hsin as at the date of this announcement.

The consideration has been fully satisfied in cash by the Group's internal resources. As the Acquisition was conducted in the open market, the identity of the counterparty of the Acquisition cannot be ascertained and there shall be no restriction for any subsequent sale of the Tack Hsin Shares acquired by the Group.

#### INFORMATION OF TACK HSIN

Tack Hsin is a company incorporated in Bermuda with limited liability and the shares of which are listed on the main board of the Stock Exchange (Stock Code: 611).

Tack Hsin together with its subsidiaries are principally engaged in property investment and development, hotel and restaurant operation. As stated in the interim report of Tack Hsin as at 30 September 2009, Tack Hsin had unaudited consolidated net asset of approximately HK\$83 million. The attributable profits before and after taxation of Tack Hsin for the year ended 31 March 2009 were approximately HK\$167,921 and HK\$144,435, respectively. The attributable profits before and after taxation of Tack Hsin for the year ended 31 March 2008 were approximately HK\$280,290 and HK\$338,594, respectively.

# REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group is principally engaged in municipal solid waste incineration and power generation business in the PRC and railway construction and operation, and development of the infrastructure projects in the PRC.

As a result of the recent global market fluctuations, the Directors are of the view that certain quality listed securities with good prospect have been undervalued. The acquisition of 9,000,000 Tack Hsin Shares serves the purpose of diversifying the equity investment of the Group and benefiting from potential share price appreciation at a later period. The average price for the Acquisition of HK\$2.31 per Tack Hsin Share represents a discount of approximately 4.55% to the closing price of HK\$2.42 per Tack Hsin Share as quoted on the Stock Exchange of the Last Trading Day and a discount of approximately 2.94% to the average closing price of HK\$2.38 per Tack Hsin Share as quoted on the Stock Exchange for the last five consecutive trading days up to and including the Last Trading Day. As the Acquisition was conducted in the open market, the Directors believe that the terms of the Acquisition are fair and reasonable and are in the interest of the Company and the Shareholders as a whole.

## **GENERAL**

As the applicable percentage ratio for the Acquisition is more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company pursuant to Rule 14.06(2) of the Listing Rules.

## **DEFINITIONS**

"Acquisition"

"Group"

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires.

the acquisition of 9,000,000 Tack Hsin Shares by Bright Master

Acquisition	from 2 February 2010 to 17 February 2010
"Bright Master"	Bright Master Investments Limited, a wholly-owned subsidiary of the Company and a company incorporated in Hong Kong with limited liability
"Board"	the board of the Directors
"Company"	Asia Energy Logistics Group Limited, a company incorporated in Hong Kong with limited liability and the shares of which are listed on the main board of the Stock Exchange (Stock Code: 351)
"Director(s)"	the director(s) of the Company

"Hong Kong" the Hong Kong Special Administrative Region of the PRC

"Last Trading Day" 12 February 2010, being the last trading day prior to the last day

the Company and its subsidiaries

of the Acquisition

"Listing Rules" the Rules Governing the Listing of Securities on the Stock

Exchange

"PRC" the People's Republic of China

"Share(s)" the ordinary share(s) of HK\$0.01 each in the share capital of the

Company

"Shareholder(s)" the holder(s) of Share(s)

"Stock Exchange" The Stock Exchange of Hong Kong Limited

"Tack Hsin" Tack Hsin Holdings Limited, a company incorporated in Bermuda

with limited liability and the shares of which are listed on the

main board of the Stock Exchange (Stock Code: 611)

"Tack Hsin Share(s)" the ordinary share(s) of HK\$0.10 each in the share capital of

Tack Hsin

"HK\$" Hong Kong dollars, the lawful currency of Hong Kong

"%" per cent.

By Order of the Board

Asia Energy Logistics Group Limited

Liang Jun

Executive Director

Hong Kong, 18 February 2010

As at the date of this announcement, the executive directors of the Company are Mr. Liang Jun, Mr. Fung Ka Keung, David and Ms. Yu Sau Lai; the non-executive directors of the Company are Mr. Yu Baodong (Chairman), Ms. Sun Wei and Mr. Tse On Kin; and the independent non-executive directors of the Company are Mr. Chan Chi Yuen, Mr. Zhang Xi and Mr. Tsang Kwok Wa.