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**CHINA DEVELOPMENT BANK  
INTERNATIONAL INVESTMENT LIMITED**

**國開國際投資有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01062)**

**YINGDE GASES GROUP  
COMPANY LIMITED**

**盈德氣體集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02168)**

**JOINT ANNOUNCEMENT**

**COMPLETION OF  
DISCLOSEABLE TRANSACTION FOR  
THE SUBSCRIPTION OF CONVERTIBLE  
BONDS AND WARRANTS**

**COMPLETION OF  
ISSUE OF CONVERTIBLE BONDS  
AND WARRANTS UNDER  
GENERAL MANDATE**

The boards of directors of CDB International and Yingde Gases are pleased to announce that all the conditions precedent under the Investment Agreement have been fulfilled and the issue and subscription of the Bonds and the Warrants has been completed on 2 December 2013.

Reference is made to the joint announcement of CDB International and Yingde Gases dated 24 November 2013 in relation to the issue by Yingde Gases and subscription by CDB International of the Bonds and the Warrants (the “**Joint Announcement**”). Unless otherwise defined, all terms used herein shall have the same meanings as those defined in the Joint Announcement.

**COMPLETION OF ISSUE OF THE BONDS AND WARRANTS**

The boards of directors of CDB International and Yingde Gases are pleased to announce that all the conditions precedent under the Investment Agreement have been fulfilled and Yingde Gases has issued (i) the Bonds in the aggregate principal amount of US\$25,000,000 and (ii) at nil consideration, 18,953,853 Warrants to CDB International on 2 December 2013. The net proceeds from the issue of the Bonds received by Yingde Gases is US\$25,000,000.

The approval for the listing of, and permission to deal in, the New Shares which may fall to be issued upon exercise of the subscription rights attaching to the Bonds and the Warrants have been granted by the Listing Committee of the Stock Exchange.

As at the date of this announcement, Yingde Gases has 1,829,430,000 Shares in issue. For illustration purpose only, the shareholding structure of Yingde Gases immediately after the issue of New Shares is as follows:

Shareholders	Before the Issue of New Shares		Immediately after the Issue of New Shares	
	No. of Shares	Approximate (%)	No. of Shares	Approximate (%)
Bubbly Brooke Holdings Limited ( <i>Note 1</i> )	352,200,000	19.25	352,200,000	18.83
Rongton Investments Limited ( <i>Note 2</i> )	250,129,585	13.67	250,129,585	13.37
Aberdeen Asset Management Plc and its Associates (together “Aberdeen Group”) on Behalf of Accounts Managed by the Aberdeen Group	235,183,500	12.86	235,183,500	12.57
Baslow Technology Limited ( <i>Note 3</i> )	183,352,961	10.02	183,352,961	9.80
Mr. Zhao Xiangti ( <i>Note 2</i> )	892,000	0.05	892,000	0.05
CDB International	—	—	40,978,001	2.19
Other Public Shareholders	807,671,954	44.15	807,671,954	43.19
Total	1,829,430,000	100.00	1,870,408,001	100.00

*Notes:*

1. Bubbly Brooke Holdings Limited is 100% owned by Rouser Investments Inc. and ultimately owned by Equity Trustee Limited. Equity Trustee Limited is the trustee of a discretionary trust set up by Ms. Li Hongmei, the mother-in-law of Mr. Zhongguo Sun, an executive director and chairman of Yingde Gases. Mr. Zhongguo Sun is a beneficiary of the aforesaid trust.
2. Rongton Investments Limited is 100% owned by Mr. Zhao Xiangti, an executive director of Yingde Gases.
3. Baslow Technology Limited is 100% owned by Baslow Resources Limited and ultimately owned by Equity Trustee Limited. Equity Trustee Limited is the trustee of a discretionary trust set up by Mr. Trevor Raymond Strutt, an executive director of Yingde Gases.

By order of the board of directors of  
**China Development Bank International  
Investment Limited**  
**ZHANG Xuguang**  
*Chairman*

By order of the board of directors of  
**Yingde Gases Group Company Limited**  
**Zhongguo Sun**  
*Chairman*

Hong Kong, 2 December 2013

*As at the date of this announcement, the board of CDB International is comprised of Mr. ZHANG Xuguang as Non-executive Director; Mr. TENG Rongsong, Mr. MAO Yong and Mr. LIU Xiao Guang as Executive Directors; and Mr. WANG Xiangfei, Mr. LU Gong and Mr. FAN Ren Da, Anthony as Independent Non-executive Directors.*

*As at the date of this announcement, the executive directors of Yingde Gases are Mr. Zhongguo Sun, Mr. Zhao Xiangti and Mr. Trevor Raymond Strutt; and the independent non-executive directors of Yingde Gases are Mr. Xu Zhao, Mr. Zheng Fuya and Dr. Wang Ching.*

*All the directors of CDB International and Yingde Gases jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and that there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*