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## TACK HSIN HOLDINGS LIMITED

## (德興集團有限公司)\*

(Incorporated in Bermuda with limited liability)
(Stock code: 611)

## APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Company wishes to announce that GF Capital has been appointed as the Independent Financial Adviser to advise the Independent Board Committee in respect of the Offers pursuant to Rule 2.1 of the Takeovers Code.

Reference is made to the joint announcement dated 28 October 2011 made by Tack Hsin Holdings Limited (the "Company") and China Nuclear Industry 23 Construction (Hong Kong) Company Limited (the "Joint Announcement") in relation to the Offers. Capitalised terms used herein have the same meanings as those defined in the Joint Announcement unless the context otherwise requires.

The Company wishes to announce that GF Capital (Hong Kong) Limited (廣發融資 (香港) 有限公司) ("GF Capital") has been appointed as the independent financial adviser (the "Independent Financial Adviser") to advise the Independent Board Committee in respect of the Offers pursuant to Rule 2.1 of the Takeovers Code. GF Capital is a corporation licensed under the SFO to conduct Type 6 (advising on corporate finance) regulated activity. The appointment of GF Capital as the Independent Financial Adviser has been approved by the Independent Board Committee. The advice of the GF Capital and the recommendation of the Independent Board Committee in respect of the Offers will be included in the Composite Document.

## WARNINGS: THE OFFERS ARE A POSSIBILITY ONLY

The Offers will only be made if the Conversion Shares are issued pursuant to the exercise of the Conversion Rights attaching to the CNI 23 HK Convertible Bonds in full. Exercise of the Conversion Rights attaching to the CNI 23 HK Convertible Bonds in full is conditional upon fulfillment of the Conditions to the Proposed Amendments. Accordingly, the Offers may or may not be made. Shareholders and investors are advised to exercise caution when dealing in the Shares.

By order of the Board

Tack Hsin Holdings Limited

Chan Shu Kit

Chairman

As at the date of this announcement, the directors of the Company are: Mr. Chan Shu Kit, Mr. Chan Ho Man, Ms. Jian Qing, Mr. Chung Chi Shing, Mr. Han Naishan, Mr. Lei Jian and Mr. Song Limin, all of whom are executive directors; and Mr. Chan Ka Ling, Edmond, Mr. Chang Nan and Dr. Dai Jinping, all of whom are independent non-executive directors.

The directors of the Company 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 there are no other facts not contained in this announcement the omission of which would make any such statement in this announcement misleading.

\* For identification purpose only