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Renhe Commercial Holdings Company Limited

人和商業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 1387

VOLUNTARY ANNOUNCEMENT

TRANSFER OF SHARES BY CONTROLLING SHAREHOLDER PURSUANT TO EXERCISE OF MANAGEMENT OPTIONS

This is a voluntary announcement made by the Company.

Reference is made to the prospectus dated 30 September 2008 (the “**Prospectus**”) and the annual report dated 27 April 2009 (the “**Annual Report**”) of the Company. Unless otherwise defined herein, the capitalised terms used in this announcement shall bear the same meaning as defined in the Prospectus and the Annual Report.

As disclosed on page 92 of the Prospectus and page 111 of the Annual Report, the Controlling Shareholders of the Company had, prior to the Company’s Listing, established Wealthy Aim Holdings Limited through which they granted options to selected employees and other individuals to acquire from Wealthy Aim Holdings Limited an aggregate of 935,000,000 Shares in the Company at an exercise price of approximately HK\$1.34 per Share, primarily for the purpose of rewarding and motivating such individuals in respect of their contributions to the Group. For further details regarding such options, please refer to the relevant disclosures in the Prospectus.

Pursuant to such options, all of the Shares which have been transferred by the Controlling Shareholders from 28 April 2009 to the date of this announcement were transfers by Wealthy Aim Holdings Limited resulting from the exercise of such options by the Directors and employees at different stages. The Company has always regarded its employees as the most important asset of the Group and believes that this is a reflection of their commitment to, and support of, the Group. The Company welcomes their participation in the equity of the Company to continue through further exercises of their options.

By order of the Board
Renhe Commercial Holdings Company Limited
Hung Fan Kwan
Company Secretary

Hong Kong, 5 June 2009

As at the date of this announcement, the Board comprises: Mr. Dai Yongge, Mr. Zhang Dabin, Mr. Wang Hongfang, Ms. Wang Chunrong and Mr. Wang Luding as executive directors, Mrs. Hawken Xiuli, Ms. Jiang Mei, Ms. Zhang Xingmei, Mr. Ho Gilbert Chi Hang, Mr. Ho Hsiang-Ming James and Mr. Chi Miao as non-executive directors and Mr. Fan Ren-Da Anthony, Mr. Wang Shengli and Mr. Wang Yifu as independent non-executive directors.

* *for identification purposes only*