Tiande Chemical Holdings Limited
天德化工控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 609)

COMPLETION OF PLACING OF NEW SHARES

UNDER GENERAL MANDATE

The Board is pleased to announce that the Placing was completed on 22 July 2010 in accordance with the terms and conditions of the Placing Agreement in which the Placing has successfully placed an aggregate of 20,000,000 Placing Shares, representing (i) approximately 4.98% of the entire issued share capital of the Company immediately before the Placing; and (ii) approximately 4.75% of the entire issued share capital of the Company as enlarged by the issue of the 20,000,000 Placing Shares as at the date of this announcement.

The 20,000,000 Placing Shares have been successfully placed to two Placees (whose names are stated below) at the Placing Price of HK$1.05 per Placing Share. To the best knowledge of the Directors and as confirmed in writing by the Placing Agent, the two Placees are third parities independent of and not connected with the Company or any directors, chief executive or substantial shareholders of any member of the Group or any associate of them or any connected persons of the Company. The gross and net proceeds from the Placing amounted to approximately HK$21.00 million and HK$20.43 million, respectively.

Reference is made to the announcement of the Company dated 12 July 2010 (the "**Announcement**") in relation to the Placing. Terms used in this announcement shall have the same meanings as ascribed thereto in the Announcement unless otherwise stated.

The Board is pleased to announce that the Placing was completed on 22 July 2010 in accordance with the terms and conditions of the Placing Agreement in which the Placing Agent on behalf of the Company has successfully placed an aggregate of 20,000,000 Placing Shares, representing (i) approximately 4.98% of the entire issued share capital of the Company immediately before the Placing; and (ii) approximately 4.75% of the entire issued share capital of the Company as enlarged by the issue of the 20,000,000 Placing Shares as at the date of this announcement.

The 20,000,000 Placing Shares have been successfully placed to two Placees (whose names are stated below) at the Placing Price of HK$1.05 per Placing Share. To the best knowledge of the Directors and as confirmed in writing by the Placing Agent, the two Placees are third parities independent of and not connected with the Company or any directors, chief executive or substantial shareholders of any member of the Group or any associate of them or any connected persons of the Company. The gross and net proceeds from the Placing amounted to approximately HK$21.00 million and HK$20.43 million, respectively.

To the best of the knowledge of the Directors, having made all reasonable enquiries and based on publicly available information, the shareholding structure of the Company immediately before completion of the Placing and as at the date of this announcement is as follows:

	Immediately before completion of the Placing		**As at the date of this announcement**	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Cheerhill Group Limited *(Note 1)*	292,000,000	72.77	292,000,000	69.32
Public Shareholders				
The Placees :				
- Li Shudao	1,300,000	0.33	15,300,000 *(Note 2)*	3.63
- Wu Zhongchun	-	-	6,000,000	1.42
Other public Shareholders	107,948,000	26.90	107,948,000	25.63
Sub-total	*109,248,000*	*27.23*	*129,248,000*	*30.68*
Total	401,248,000	100.00	421,248,000	100.00

Notes:

1. The entire issued share capital of Cheerhill Group Limited is ultimately beneficially owned as to 38% by Mr. Liu Hongliang, 26% by Mr. Wang Zijiang, 11.5% by Mr. Guo Xitian, 11.5% by Ms. Zheng Hong, 6.5% by Mr. Guo Yucheng and 6.5% by Mr. Fu Anxu. Mr. Liu Hongliang, Mr. Wang Zijiang, Mr. Guo Xitian and Mr. Guo Yucheng are directors of the Company.

2. The 15,300,000 Shares include the 1,300,000 Shares held by such Placee immediately before completion of the Placing.

By order of the Board
Liu Hongliang
Chairman

Hong Kong, 22 July 2010

As at the date of this announcement, the executive directors of the Company are Mr. Liu Hongliang, Mr. Wang Zijiang, Mr. Guo Xitian and Mr. Guo Yucheng; whilst the independent non-executive directors of the Company are Mr. Leung Kam Wan, Mr. Gao Baoyu and Mr. Liu Chenguang.