

Unless defined otherwise, terms used in this announcement shall have the same meanings as those defined in the prospectus of Anhui Tianda Oil Pipe Company Limited (the “Company”) dated 27 November, 2006 (the “Prospectus”).

This announcement is for information proposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.

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Anhui Tianda Oil Pipe Company Limited **安徽天大石油管材股份有限公司**

(a joint stock company incorporated in the People's Republic of China with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF INTERNATIONAL PLACING

**Number of initial Placing Shares : 145,714,000 H Shares (subject to the
Over-allotment Option)**
Placing Price : HK\$3.0 per H Share
Nominal value : RMB0.50 each
Stock code : 8241

Global Coordinator, Sole Bookrunner, Sponsor and Lead Manager

CAZENOVE

Cazenove Asia Limited

The Placing Price has been fixed at HK\$3.00 per H Share (excluding 1% brokerage, 0.005% Stock Exchange trading fee and 0.004% SFC transaction levy).

The 145,714,000 H Shares initially available, together with 11,000,000 Placing Shares to be borrowed and 10,856,000 Placing Shares to be settled on a later date, for subscription under the International Placing were fully subscribed and were conditionally allotted to a total of 122 institutional, professional and other investors.

Immediately following completion of the International Placing, the public float of the Company will be approximately 30% of the enlarged registered capital of the Company.

Cazenove has entered into stock borrowing agreements with independent third parties and pursuant to such arrangements, Cazenove can borrow up to a total of 11,000,000 H Shares to cover over-allocations in connection with the International Placing. As agreed with the relevant placees, the difference between 21,856,000 and 11,000,000 H Shares, being the remaining over-allocated H Shares, will be settled on a later date.

The Over-allotment Option may be exercised no later than 30 days after the Listing Date. Pursuant to the Over-allotment Option, Cazenove may require the Company to issue up to 21,856,000 additional H Shares, representing approximately 15% of the total number of the Placing Shares initially available under the International Placing, solely for the purpose of covering over-allocation in connection with the International Placing. These Shares will be issued at the Placing Price. Should Cazenove exercise the Over-allotment Option, a separate announcement will be made upon exercise of the Over-allotment Option.

Dealings in the H shares on GEM are expected to commence at 9:30 a.m. on Friday, 1 December, 2006.

Investors should be aware that the concentration of shareholders may affect the liquidity of the H Shares. Consequently, shareholders and potential investors are advised to exercise caution when dealing in the H Shares.

THE PLACING PRICE

Pursuant to the Price Determination Agreement dated 27 November, 2006, the Placing Price has been fixed at HK\$3.0 per H Share (excluding 1% brokerage, 0.005% Stock Exchange trading fee and 0.004% SFC transaction levy). Based on the Placing Price of HK\$3.0 per H Share, the net proceeds to be received by the Company from the International Placing are estimated to be approximately HK\$394.6 million.

LEVEL OF INTEREST UNDER THE INTERNATIONAL PLACING

The 145,714,000 H Shares initially available, together with 11,000,000 Placing Shares to be borrowed and 10,856,000 Placing Shares to be settled on a later date, for subscription under the International Placing were fully subscribed and were conditionally allotted to a total of 122 institutional, professional and other investors.

Of the 145,714,000 initial Placing Shares together with 11,000,000 Placing Shares to be borrowed and 10,856,000 Placing Shares to be settled on a later date, 200,000 Placing Shares, representing approximately 0.14% of the total initial Placing Shares and approximately 0.04% of the enlarged issued

share capital of the Company immediately after completion of the International Placing (and assuming the Over-allotment Option is not exercised at all), have been allotted to First Shanghai Asset Management, being an associate of First Shanghai Securities Limited, one of the Placing Underwriters. The remaining places are independent of and not connected with any of the directors, supervisors, chief executive, substantial shareholders or initial management shareholders of the Company or any of their respective associates, and any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules. No individual placee holds more than 10% of the enlarged registered capital of the Company immediately after the International Placing.

RESULTS OF ALLOTMENT

Subject to satisfaction of the conditions of the International Placing set out in the section headed “Structure and Conditions of the International Placing” in the Prospectus, the 145,714,000 initial Placing Shares, together with the over-allocation of 21,856,000 H Shares, have been conditionally allocated to an aggregate of 122 institutional, professional and other investors.

The following tables set out the distribution of the Placing Shares initially available under the International Placing, without taking into account any Placing Shares which may be issued pursuant to the exercise of the Over-allotment Option:

	Aggregate number of H Shares conditionally allotted	Approximate percentage in terms of the total number of H Shares (including over-allocation of 21,856,000 H Shares)	Approximate percentage of shareholding of the enlarged issued share capital (including domestic shares) of the Company immediately after completion of the International Placing
Top placee	5,500,000	3.28%	1.13%
Top 5 placees	25,584,000	15.27%	5.27%
Top 10 placees	46,934,000	28.01%	9.66%
Top 25 placees	98,390,000	58.72%	20.26%

Number of H Shares conditionally allotted	Number of placees
2,000 to 10,000	16
10,001 to 200,000	32
200,001 to 500,000	1
500,001 to 1,000,000	26
1,000,001 to 2,000,000	19
2,000,001 to 5,000,000	25
5,000,001 and above	3
	122

Investors should be aware that the concentration of shareholders may affect the liquidity of the H Shares. Consequently, shareholders and potential investors are advised to exercise caution when dealing in the H Shares.

MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 25.08 of the GEM Listing Rules, the Company is required to maintain a public float of not less than 25% of its total issued share capital at the time when the H Shares commence dealings on GEM and at all times thereafter. Cazenove has entered into stock borrowing agreements with independent third parties and pursuant to such arrangements, Cazenove can borrow up to a total of 11,000,000 H Shares to cover over-allocations in connection with the International Placing. As agreed with the relevant placees, the difference between 21,856,000 and 11,000,000 H Shares, being the remaining over-allocated H Shares, will be settled on a later date.

The Over-allotment Option may be exercised no later than 30 days after the Listing Date. Pursuant to the Over-allotment Option, Cazenove may require the Company to issue up to 21,856,000 additional H Shares, representing approximately 15% of the total number of the Placing Shares initially available under the International Placing, solely for the purpose of covering over-allocation in connection with the International Placing. These Shares will be issued at the Placing Price. Should Cazenove exercise the Over-allotment Option, a separate announcement will be made upon exercise of the Over-allotment Option. Immediately following completion of the International Placing and assuming the Over-allotment Option is not exercised at all, the public float of the Company will be approximately 30% of the enlarged registered capital of the Company.

DEPOSIT OF SHARE CERTIFICATES INTO CCASS

Subject to the granting of the listing of, and permission to deal in, the H Shares on GEM and compliance with the stock admission requirements of HKSCC, the H shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the listing date or any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Share certificates issued in respect of the H Shares will be deposited into CCASS on Thursday, 30 November, 2006 for credit to the respective CCASS participants' stock accounts or investor participant stock accounts of the Placing Underwriters, the placees or their agents (as the case may be). The Placing Underwriting Agreement was entered into between, among others, the Company and the Placing Underwriters on 28 November 2006. Prospective investors should note that Cazenove (on behalf of the Placing Underwriters) is entitled to terminate the Placing Underwriters' obligations under the Placing Underwriting Agreement by notice in writing to the Company, upon occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. In such event, the Company will issue an announcement to be published on the GEM website.

COMMENCEMENT OF DEALINGS

Dealings in the H Shares on GEM are expected to commence at 9:30 a.m. on Friday, 1 December, 2006. The H Shares will be traded in board lots of 2,000 H Shares. If there is any change to the expected timetable, the Company will issue an announcement to be published on the GEM website.

By order of the Board
Anhui Tianda Oil Pipe Company Limited
Ye Shi Qu
Chairman

29 November, 2006

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Ye Shi Qu
Zhang Hu Ming
Xie Yong Yang

Non-executive Directors:

Zhang Jian Huai
Liu Peng

Independent Non-executive Directors:

Wu Chang Qi
Wang Xiu Zhi
Zhao Bin

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting.