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江 農 國 際 控 股 有 限 公 司
Jiangchen International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(stock code: 08305)

CHANGE OF COMPLIANCE ADVISER

The board of directors (the “**Board**”) of Jiangchen International Holdings Limited (the “**Company**”) announces that the Company and Evolution Watterson Securities Limited (“**Evolution**”) have mutually agreed to terminate the compliance adviser’s agreement with effect from 3 September 2010 as Evolution could no longer qualify to act as the Company’s compliance adviser.

Evolution was originally appointed as the compliance adviser to the Company from 8 October 2009 until the date on which the Company complies with Rule 18.03 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) in respect of its financial results for the year ended 31 December 2011. Save as disclosed in this announcement, the Board and Evolution confirm that, as at the date of this announcement, there are no other matters relating to the change of the compliance adviser that need to be drawn to the attention of the shareholders of the Company.

The Board further announces that TC Capital Asia Limited (“**TC Capital**”) has been appointed as the new compliance adviser to the Company as required by Rule 6A.19 of the GEM Listing Rules. TC Capital is a licensed corporation for type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

By order of the Board
Jiangchen International Holdings Limited
Cai Shuiyong
Chairman and Executive Director

The PRC, 6 September 2010

*This announcement, for which the directors (the “**Directors**”) of the Company 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Cai Shuiyong and Mr. Cai Shuiping; and three independent non-executive Directors, namely Mr. Lin Anqing, Ms. Lin Peifen and Mr. Liu Jianlin.

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