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STONE GROUP HOLDINGS LIMITED

四通控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 409)

ANNOUNCEMENT

**PROPOSED PRIVATISATION OF STONE GROUP HOLDINGS LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 166 OF THE COMPANIES ORDINANCE
AND
WITHDRAWAL OF LISTING**

**EFFECTIVE DATE OF THE SCHEME OF ARRANGEMENT AND
WITHDRAWAL OF LISTING**

Financial Adviser to Stone Group Holdings Limited



Macquarie Capital (Hong Kong) Limited

EFFECTIVE DATE OF THE SCHEME OF ARRANGEMENT

The Scheme was sanctioned and the reduction of the capital of the Company was confirmed by the High Court on Thursday, 5 November 2009. The Court Order and the Minute were registered with the Registrar of Companies on Friday, 6 November 2009. Upon the registration of the Court Order and the Minute, all the Conditions were fulfilled or waived (as applicable) and accordingly, the Scheme became effective on Friday, 6 November 2009.

WITHDRAWAL OF THE LISTING OF THE SHARES

The withdrawal of the listing of the Shares on the Stock Exchange became effective from the close of business on Friday, 6 November 2009.

INTRODUCTION

Reference is made to the scheme document dated 31 August 2009 issued by the Company (the “Scheme Document”) and the announcement dated 5 November 2009 issued by the Company (the “Announcement”) in relation to the proposed privatisation of the Company by way of a scheme of arrangement under Section 166 of the Companies Ordinance.

Unless the context otherwise requires, terms defined in the Scheme Document and the Announcement shall have the same meanings when used herein. All references in this announcement to times and dates are references to Hong Kong times and dates.

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DESPATCH OF CHEQUES

In accordance with the terms of the Proposal, cheques for the cash payment under the Scheme and the Option Proposal will be despatched as soon as possible but in any event not later than Friday, 13 November 2009.

By Order of the Board
Stone Group Holdings Limited
DUAN Yongji
Chairman

Hong Kong, 6 November 2009

As at the date of this announcement, the Board of the Company comprises ten Directors, of which Messrs. DUAN Yongji, SHI Yuzhu, SHEN Guojin, CHEN Xiaotao, ZHANG Disheng and LIU Zuowei are executive Directors, Mr. CHENG Fumin is non-executive Director and Messrs. NG Ming Wah, Charles, Andrew Y. YAN and LIU Jipeng are independent non-executive Directors.

The Directors 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 statements in this announcement misleading.