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中國包裝集團有限公司
China Packaging Group Company Limited

(Provisional Liquidators Appointed)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 572)

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND
ARTICLES OF ASSOCIATION OF THE COMPANY**

Reference is made to the circular (the “**Circular**”) of China Packaging Group Company Limited (Provisional Liquidators Appointed) (the “**Company**”) dated 12 September 2011 relating to the Restructuring. Terms used in this announcement shall have the same meanings defined in the Circular, unless the context otherwise defined.

The Company announces that special resolutions will be proposed at the EGM to be held on Thursday, 6 October 2011 at 11:30 a.m. to amend the Memorandum and Articles of the Company subject to the fulfillment of certain conditions precedent as set out in the Restructuring Agreement and passing of resolutions in the EGM approving the Capital Reduction, Share Consolidation, Share Split and increase of the Company’s Authorised Share Capital. The major amendments to the Memorandum and Articles of the Company include, amongst other things, the increase in authorised share capital of the Company and inclusion of the Preference Shares and the rights attached thereto.

Further information in respect of the proposed amendments to the Memorandum and Articles of the Company and a notice of EGM are included in the Circular which has been despatched to the Shareholders and uploaded on the websites of the Company and Stock Exchange.

The proposed amendments to the Memorandum and Articles of the Company are subject to the approval of the Shareholders by way of special resolutions at the EGM.

The Company confirms that there is nothing unusual about the proposed amendments to its Memorandum and Articles.

For and on behalf of
China Packaging Group Company Limited
(Provisional Liquidators Appointed)
Fok Hei Yu
Roderick John Sutton
*Joint and Several Provisional Liquidators who act
without personal liabilities*

Hong Kong, 12 September 2011

On the basis of the information available from the previous announcements made by the Company, the board of directors of the Company comprises one executive director, namely, Mr. Liu Zhi Qiang, and one independent non-executive director, namely Mr. Chong Hoi Fung.

The Provisional Liquidators 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, the 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 statement in this announcement misleading.