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新疆天業(集團)有限公司
XINJIANG TIANYE (GROUP) LIMITED*
(a state-owned enterprise established in the PRC)

LONG THRIVE HOLDINGS LIMITED
長茂控股有限公司
(a company incorporated in the BVI with limited liability)



新疆天業節水灌溉股份有限公司
XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*
(a joint stock limited company incorporated in the PRC)
(Stock Code: 840)

JOINT ANNOUNCEMENT

DESPATCH OF COMPOSITE DOCUMENT IN RELATION TO MANDATORY UNCONDITIONAL CASH OFFER BY



高銀(證券)有限公司
GOLDIN EQUITIES LIMITED

ON BEHALF OF
LONG THRIVE HOLDINGS LIMITED
FOR ALL THE ISSUED H SHARES IN
XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM
COMPANY LIMITED*
(OTHER THAN THOSE ALREADY OWNED OR
AGREED TO BE ACQUIRED BY
XINJIANG TIANYE (GROUP) LIMITED*,
LONG THRIVE HOLDINGS LIMITED
AND PARTIES ACTING IN CONCERT WITH THEM

Financial adviser to Long Thrive Holdings Limited



高銀融資有限公司
GOLDIN FINANCIAL LIMITED

The Composite Document and the Form of Acceptance have been despatched to the Shareholders on 26 May 2011 in accordance with the Takeovers Code.

Shareholders are advised to read the Composite Document, including the advice of the Independent Board Committee and the advice of the Independent Financial Adviser in respect of the H Share Offer, and the Form of Acceptance before deciding whether to accept the H Share Offer or not.

The expected timetable in relation to the H Share Offer is set out in this announcement below.

Reference is made to the announcement of the Company dated 9 May 2011 (the “Previous Joint Announcement”) jointly issued by Xinjiang Tianye (Group) Limited, Long Thrive Holdings Limited and Xinjiang Tianye Water Saving Irrigation System Company Limited (the “Company”). Capitalised terms used in this joint announcement shall have the same meanings as those defined in the Previous Joint Announcement unless the context requires otherwise.

DESPATCH OF THE COMPOSITE DOCUMENT

The composite offer and response document (the “Composite Document”) setting out, among others, details of H Share Offer, accompanied by the form of acceptance and transfer of the H Shares in respect of the H Share Offer (the “Form of Acceptance”), and incorporating the advice letter from the Independent Board Committee and the advice letter from the Independent Financial Adviser in respect of the H Share Offer have been despatched to the Shareholders on 26 May 2011 in accordance with the Takeovers Code.

Shareholders are advised to read the Composite Document, including the advice of the Independent Board Committee and the advice of the Independent Financial Adviser in respect of the H Share Offer, and the Form of Acceptance before deciding whether to accept the H Share Offer or not.

EXPECTED TIMETABLE

The expected timetable of the H Share Offer is set out as below:

Despatch date of the Composite Document and commencement date of the H Share Offer (<i>Note 1</i>)	Thursday, 26 May 2011
Latest time and date for acceptance of the H Share Offer (<i>Note 2</i>)	not later than 4:00 p.m. on Thursday, 16 June 2011
Closing date of the H Share Offer (<i>Note 2</i>)	Thursday, 16 June 2011
Announcement in respect of the results of the H Share Offer, or as to whether the H Share offer has been revised or extended, published on the Stock Exchange's website (<i>Note 2</i>)	not later than 7:00 p.m. on Thursday, 16 June 2011
Latest date of posting of remittances in respect of valid acceptances received under the H Share Offer (<i>Note 3</i>)	Friday, 24 June 2011

Notes:

1. The H Share Offer is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until the closing date of the H Share Offer.
2. The H Share Offer, which is unconditional, will be closed on Thursday, 16 June 2011. Tianye Holdings and Long Thrive reserve their right to revise or extend the H Share Offer until such date as they may determine in accordance with the Takeovers Code. An announcement will be issued through the Stock Exchange website stating whether the H Share Offer has been revised, or extended or has expired by 7:00 p.m. on Thursday, 16 June 2011. In any event, where the H Share Offer is revised or extended, the H Share Offer will remain open for acceptance until further notice in accordance with the Takeovers Code. At least 14 days' notice in writing will be given, before the close of the H Share Offer, to those Independent Shareholders who have not accepted the H Share Offer and an announcement must be published.
3. Remittances in respect of the cash consideration payable for the H Shares tendered under the H Share Offer will be despatched to the accepting holders of the H Shares by ordinary post at their own risk as soon as possible, but in any event within 10 days of the date of receipt by Tricor Investor Services Limited, the Company's Hong Kong H Share registrar, of all the requisite documents from the Independent Shareholders accepting the H Share Offer to render the relevant acceptance under the H Share Offer complete and valid.

Acceptances of the H Share Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances as set out in the section headed "Right of Withdrawal" in Appendix I to the Composite Document.

All time and date references contained in this joint announcement refer to Hong Kong time and date.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Tianye Holdings, Long Thrive and the Company remind their respective associates and parties acting in concert with them of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings in any securities of the Company.

For and on behalf of
Xinajing Tianye (Group) Limited
Guo Qingren
Chairman

For and on behalf of
Long Thrive Holdings Limited
Chow Yuk Lan
Sole Director

By order of the Board
**Xinjiang Tianye Water Saving
Irrigation System Company Limited***
Hou Guo Jun
Chairman

Xinjiang, the PRC, 26 May 2011

As at the date of this joint announcement, the Board comprises six executive Directors namely Mr. Hou Guo Jun (Chairman), Mr. Shi Xiang Shen, Mr. Yin Xiu Fa, Mr. Li Shuang Quan, Mr. Zhu Jia Ji and Mr. Chen Lin, and five independent non-executive Directors namely Mr. He Lin Wang, Mr. Gu Lie Feng, Mr. Xia Jun Ming, Mr. Wang Yun and Mr. Mak King Sau.

As at the date of this joint announcement, the directors of Tianye Holdings are Mr. Guo Qingren (Chairman), Mr. Zhang Xinli, Mr. Huang Yaoxin, Mr. Wu Bin, Ms. Song Xiaoling, Mr. An Zhiming, Mr. Wang Zheng and Mr. Hong Xianzhang.

As at the date of this joint announcement, the sole director of Long Thrive is Ms. Chow Yuk Lan.

All Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than the information in relation to Tianye Holdings and Long Thrive and their intention on the Group and parties acting in concert with them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by Tianye Holdings and Long Thrive) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

All directors of Tianye Holdings jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than those relating to the Company and Long Thrive) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Company and Long Thrive) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

The sole director of Long Thrive accepts full responsibility for the accuracy of information contained in this joint announcement (other than those relating to the Company and Tianye Holdings) and confirms, having made all reasonable inquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those expressed by the Company and Tianye Holdings) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

* for identification purpose only