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BEAUTIFUL CHINA HOLDINGS COMPANY LIMITED

美麗中國控股有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 706)

RESIGNATION OF AN EXECUTIVE DIRECTOR AND AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Beautiful China Holdings Company Limited (the “**Company**”) announces that (i) Mr. Mao Zhenhua (“**Mr. Mao**”) has resigned as an executive Director and a member of the executive committee of the Company; and (ii) Mr. Chan Ming Sun, Jonathan (“**Mr. Chan**”) has resigned as an independent non-executive Director, a member of the audit committee and the nomination committee and the chairman of the remuneration committee of the Company, all with effect from 28 February 2014 both due to their intention to pursue other business opportunities.

Both Mr. Mao and Mr. Chan have confirmed that each of them has no disagreement with the Board and that each of them was not aware of other matters that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) in connection with their respective resignations. The Board is also not aware of any such matters to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board also takes this opportunity to acknowledge the invaluable contributions of both Mr. Mao and Mr. Chan to the Company.

Following the resignation of Mr. Chan, the Company has only two independent non-executive Directors and two audit committee members, the number of which falls below the minimum number required under rules 3.10(1) and 3.21 of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”) respectively. The Company is in the course of identifying a suitable candidate to fill the vacancy of an independent non-executive Director and a member of the audit committee of the Company with a view to fulfill the minimum required number of independent non-executive directors and audit committee members under rules 3.10(1) and 3.21 of the Listing Rules respectively as soon as practicable and in compliance with the relevant Listing Rules requirements.

The candidate will also fill the vacancy of a member of each of the nomination committee and the remuneration committee of the Company. Further announcement will be made by the Company upon fulfillment of the aforesaid requirements.

For and on behalf of
Beautiful China Holdings Company Limited
Tan Shu Jiang
Executive Director

Hong Kong, 28 February 2014

As at the date of this announcement, the Board comprises Mr. Sze Wai Marco and Mr. Tan Shu Jiang as executive Directors, Mr. Law Fei Shing as non-executive Director, and Mr. Lum Pak Sum and Mr. Chong Yiu Kan, Sherman as independent non-executive Directors.