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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)

**ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE  
TAKEOVERS CODE AND RULE 13.09 OF THE LISTING RULES**

This announcement is made by the Company pursuant to Rule 3.7 of the Takeovers Code.

The Company wishes to update its shareholders that, as informed by Mr. Sze, discussions as to the feasibility of pursuing possible transaction(s) regarding Shares which may result in Mr. Sze ceasing to be the controlling shareholder of the Company are still ongoing and no decision had been made as to whether to proceed with the Possible Transaction(s) as at the date of this announcement.

**Shareholders and potential investors of the Company should exercise in caution when dealing in the Shares as there is no certainty that the Possible Transaction(s) will proceed.**

Reference is made to the announcements (“**Announcements**”) of Beautiful China Holdings Company Limited (“**Company**”) dated 29 April 2015, 21 May 2015 and 26 May 2015 in relation to the Possible Transaction(s). Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Announcements.

The Company wishes to update its shareholders that, as informed by Mr. Sze, discussions as to the feasibility of pursuing the Possible Transaction(s) are still ongoing and no decision had been made as to whether to proceed to the Possible Transaction(s) as at the date of this announcement.

**Shareholders and potential investors of the Company should exercise in caution when dealing in the Shares as there is no certainty that the Possible Transaction(s) will proceed.**

This announcement is issued pursuant to Rule 3.7 of the Takeovers Code. Shareholders will be informed of any further development with regards to the Possible Transaction(s) as and when necessary and on a monthly basis pursuant to Rule 3.7 of the Takeovers Code until an announcement of a firm intention to make an offer or of a decision not to proceed with an offer is made in compliance with the Takeovers Code.

By order of the Board  
**Beautiful China Holdings Company Limited**  
**Tan Shu Jiang**  
*Executive Director*

Hong Kong, 27 May 2015

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

*All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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 statement in this announcement misleading.*