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CHINA XLX FERTILISER LTD.

中國心連心化肥有限公司*

(Incorporated in Singapore with limited liability)

(Hong Kong Stock Code: 1866)

**VOLUNTARY ANNOUNCEMENT
INCREASE IN SHAREHOLDING BY A CONTROLLING SHAREHOLDER**

This announcement is a voluntary announcement made by China XLX Fertiliser Ltd. (the “**Company**”) to update its shareholders and potential investors in relation to the increase in shareholding by the Company’s controlling shareholder, Pioneer Top Holdings Limited (“**Pioneer Top**”), a company controlled by Mr. Liu Xingxu (“**Mr. Liu**”), the chairman of the board of directors and chief executive officer of the Company.

The Company has been informed by Pioneer Top that on 3 June, 4 June and 5 June 2015, Pioneer Top had purchased on the market a total of 2,521,000 ordinary shares of the Company (“**Shares**”) for an aggregate amount of approximately HK\$11,753,000 and the average price per Share was HK\$4.662. The Shares purchased represent about 0.25% of the entire issued share capital of the Company as at the date of this announcement.

Immediately after completion of the abovementioned purchase, Pioneer Top was interested in 356,533,999 Shares, representing approximately 35.65% of the entire issued share capital of the Company as at the date of this announcement and Mr. Liu was (directly and indirectly) interested in 357,133,999 Shares, representing approximately 35.71% of the entire issued share capital of the Company as at the date of this announcement.

By Order of the Board
China XLX Fertiliser Ltd.
Yan Yunhua

Executive Director and Chief Financial Officer

5 June 2015

As at the date of this announcement, the executive directors of the Company are Mr. Liu Xingxu, Ms. Yan Yunhua and Mr. Zhang Qingjin; the independent non-executive directors of the Company are Mr. Ong Kian Guan, Mr. Li Shengxiao and Mr. Ong Wei Jin; and the non-executive director of the Company is Mr. Lian Jie.

** for identification purpose only*