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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)

DESPATCH OF CIRCULAR

Reference is made to (a) the announcement of Beautiful China Holdings Company Limited (the “**Company**”) dated 19 July 2017 (the “**Announcement**”) in relation to, among other things, (i) the proposed rights issue on the basis of three (3) Rights Shares for every four (4) existing Shares held on the Record Date at HK\$0.067 per Rights Share; and (ii) the application for Whitewash Waiver; and (b) the announcement of the Company dated 9 August 2017 in relation to the delay in despatch of Circular. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Circular containing, among other things, (i) details of the Rights Issue, the Underwriting Agreement and the Whitewash Waiver; (ii) the recommendation of the Listing Rules IBC to the Independent Shareholders in respect of the Rights Issue and the Underwriting Agreement; (iii) the recommendation of the Takeovers Code IBC to the Independent Shareholders in respect of the Rights Issue, the Underwriting Agreement and the Whitewash Waiver; (iv) the letter of advice from Veda Capital Limited to the Listing Rules IBC, the Takeovers Code IBC and the Independent Shareholders in respect of the Rights Issue, the Underwriting Agreement and the Whitewash Waiver; (v) financial information of the Group; (vi) other information as required under the Listing Rules and the Takeovers Code; and (vii) a notice convening the SGM has been despatched to the Shareholders on 18 August 2017.

The SGM will be convened and held at 2/F, 35-45B Bonham Strand, Sheung Wan, Hong Kong at 10:00 a.m. on Friday, 8 September 2017.

The Rights Issue is conditional upon, among other things, approval by the Independent Shareholders at the SGM and the obligations of the Underwriter under the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof. Accordingly, the Rights Issue may or may not proceed. Shareholders and potential investors of the Company should therefore exercise caution when dealing in the securities of the Company.

By the order of the Board
Beautiful China Holdings Company Limited
Sze Wai, Marco
Chairman

Hong Kong, 18 August 2017

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Sze Wai, Marco (Chairman), Mr. Tan Shu Jiang and Mr. Zhou Wei Feng (Chief Executive Officer); two non-executive Directors, namely Mr. Law Fei Shing and Mr. Chen Chun Tung, Jason; and three independent non-executive Directors, namely Mr. Lum Pak Sum, Mr. Chong Yiu Kan, Sherman and Mr. Liu Liyang.

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.