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MERRY GARDEN HOLDINGS LIMITED

美麗家園控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1237)

**(I) DELAY IN DESPATCH OF PROSPECTUS DOCUMENTS;
(II) REVISED EXPECTED TIMETABLE;
AND
(III) SUPPLEMENTAL UNDERWRITING AGREEMENT**

Reference is made to the announcements of Merry Garden Holdings Limited (the “**Company**”) dated 30 October 2015 and 10 November 2015 respectively (the “**Announcements**”) in relation to, among other matters, the Open Offer. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcements.

DELAY IN DESPATCH OF THE PROSPECTUS DOCUMENTS

The Company wishes to draw the attention of the Shareholders and investors of the Company that since additional time is required to prepare and finalise certain information for inclusion in the Prospectus Documents, the despatch date of the Prospectus Documents will be postponed from Thursday, 19 November 2015 to Thursday, 26 November 2015.

REVISED EXPECTED TIMETABLE

The expected timetable for the Open Offer and the Change in Board Lot Size has been revised and is set out below:

Event 2015

Despatch of the Prospectus Documents..... Thursday, 26 November

Latest Time for Acceptance 4:00 p.m. on Thursday,
10 December

Latest Time for Termination..... 4:30 p.m. on Tuesday,
15 December

Announcement of the results of the Open Offer..... Friday, 18 December

Despatch of share certificates for the Offer Shares Monday, 21 December

Despatch of refund cheques if the Open Offer is terminated Monday, 21 December

Expected first day of dealings in the Offer Shares 9:00 a.m. on Tuesday,
22 December

Effective date of change in board lot size from
2,000 Shares to 10,000 Shares..... Tuesday, 22 December

Designated brokers starts to stand in the market to
provide matching services for sale and purchase
of old lots of Shares..... 9:00 a.m. on Tuesday,
22 December

2016

Designated brokers ceases to stand in the market to
provide matching services for sale and purchase
of old lots of Shares..... 4:00 p.m. on Friday,
15 January

Note:

All times and dates in this announcement refer to Hong Kong local times and dates. Shareholders should note that the dates and deadlines specified in this announcement for events in the timetable for (or otherwise in relation to) the Open Offer and the Change in Board Lot Size are indicative only and may be extended or varied by agreement between the Company and the Underwriter.

In the event that any special circumstances arise, the Board may extend, or make adjustment to, the timetable if it considers appropriate. Any extension or adjustment to the expected timetable will be published or notified to the Shareholders and the Stock Exchange as and when appropriate.

SUPPLEMENTAL UNDERWRITING AGREEMENT

On 17 November 2015, the Company and the Underwriter entered into a supplemental agreement to the Underwriting Agreement (the “**Supplemental Underwriting Agreement**”) to vary such terms as may be necessary to make the Underwriting Agreement consistent with the above revised expected timetable for the Open Offer.

Save as disclosed above, all other terms and conditions of the Underwriting Agreement shall remain unchanged.

By order of the Board
Merry Garden Holdings Limited
Wang Jingjun
Chairman

Hong Kong, 17 November 2015

As at the date of this announcement, the executive Directors are Mr. Wang Jingjun, Mr. Wu Zheyuan, Mr. Wu Qingshan and Ms. Xie Qingmei, the non-executive Director is Mr. Wu Dongping, and the independent non-executive Directors are Mr. Lam Hin Chi, Prof. Jin Zhongwei and Prof. Su Wenqiang.