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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)

PLACING OF EXISTING SHARES AND SUBSCRIPTION OF NEW SHARES

CLARIFICATION ANNOUNCEMENT

Reference is made to Merry Garden Holdings Limited (the “**Company**”)’s announcement dated 18 June 2014 in relation to the placing of existing shares and subscription of new shares of the Company (the “**Announcement**”). Capitalised terms shall have the same meanings as those defined in the Announcement.

The Directors would like to clarify that pursuant to the Placing and Subscription Agreement, the Placing Agent has agreed to place, on a best effort basis, up to 200,000,000 Placing Shares held by the Vendor to not less than six Places.

The Directors also jointly and severally accept full responsibility for the accuracy of the information contained in the Announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in the Announcement have been arrived at after due and careful consideration and there are no other facts not contained in the Announcement the omission of which would make any statement in the Announcement misleading.

By order of the board of
Merry Garden Holdings Limited
Wu Zheyuan
Chairman

Hong Kong, 19 June 2014

As at the date of this announcement, the executive Directors are Mr. Wu Zheyang, 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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.