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Royal China International Holdings Limited

皇中國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1683)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the announcement of Starcross Group Limited dated 1 August 2018 and the announcement of the Company dated 2 August 2018 (together as the “**Announcements**”) in relation to, among others, the Offer to be made by Guotai Junan Securities (Hong Kong) Limited for and on behalf of the Offeror for all the Share(s) of the Company in issue, other than those Shares already owned or agreed to be acquired by the Offeror and parties acting in concert with it pursuant to Rule 26.1 of the Takeovers Code. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Announcements.

This announcement is made pursuant to Rule 2.1 of the Takeovers Code. The Board announces that Celestial Capital Limited has been appointed, with the approval of the Independent Board Committee, as the Independent Financial Adviser to advise the Independent Board Committee in respect of the Offer. The advice of Celestial Capital Limited and the recommendation of the Independent Board Committee in respect of the Offer, in particular, as to whether the Offer is, or is not, fair and reasonable and as to its acceptance, will be included in the response document to be despatched by the Company to the Shareholders in due course.

Celestial Capital Limited is a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO.

By Order of the Board
Royal China International Holdings Limited
DENG Kui
Chairman

Hong Kong, 15 August 2018

As at the date of this announcement, the Board of Directors of the Company comprises Mr. DENG Kui and Mr. LEONG Hing Loong Rudoff as executive Directors; and Mr. LIU Gang, Mr. YU Haizong and Ms. AN Yiqing as independent non-executive Directors.

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.