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TIANYUN INTERNATIONAL HOLDINGS LIMITED

天韵國際控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 6836)

VOLUNTARY ANNOUNCEMENT LETTER OF INTENT

This is a voluntary announcement made by Tianyun International Holdings Limited (the “**Company**”).

LETTER OF INTENT

The board of directors of the Company (the “**Board**”) is pleased to announce that, on 25 January 2017, Tianyi Holding Hong Kong Limited (a wholly-owned subsidiary of the Company) has entered into a non-legally binding letter of intent with the vendors (being individuals) for the proposed acquisition of the entire registered capital of a company (the “**Target Company**”) based in the central part of the People’s Republic of China (the “**PRC**”). The Target Company is principally engaged in the manufacture and sale of sub-tropical processed fruit products.

It is the preliminary intention of the Company that, if the Target Company is acquired, it will make further capital investment for the production facilities of the Target Company in the future 3 to 5 years.

The Company will further negotiate with the vendors on the detailed terms of the proposed acquisition. If the acquisition of the Target Company proceeds, the Directors foresee that it may constitute a discloseable transaction under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

REASONS FOR ACQUISITION OF THE TARGET COMPANY

The Target Company is based in the central part of the PRC and has its own production facilities. Through the acquisition, the Company can establish a production and distribution base in the central part of the PRC for further business expansion and development of subtropical processed fruit products.

GENERAL

To the best knowledge, information and belief of the directors of the Company having made all reasonable enquiries, the vendors are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

Shareholders of the Company and potential investors should note that the transactions contemplated under the letter of intent may or may not materialize. They are advised to exercise caution when dealing in the shares of the Company.

The Company will make further announcement when there is update on the proposed acquisition.

By Order of the Board
Tianyun International Holdings Limited
Yang Ziyuan
Chairman

Hong Kong, 25 January 2017

As at the date of this announcement, the Board of the Company comprises (i) Mr. Yang Ziyuan and Mr. Sun Xingyu as the executive Directors; (ii) Ms. Chu Yinghong and Mr. Wong Yim Pan as the non-executive Directors; and (iii) Mr. Liang Zhongkang, Mr. Tsang Yuen Wai and Ms. Hui Yung Yung Janet as the independent non-executive Directors.