利海資源
L'SEA RESOURCES

L'SEA RESOURCES INTERNATIONAL HOLDINGS LIMITED
利海資源國際控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 00195)

ANNOUNCEMENT
MONTHLY PROGRESS UPDATE ON THE POSSIBLE SUBSCRIPTION PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE

This announcement is made by the Board pursuant to Rule 3.7 of the Takeovers Code.

Reference is made to the Company's announcement dated 29 April 2015 (the "**Announcement**") in relation to the Memorandum of Understanding entered into between the Company and the Proposed Subscriber on 29 April 2015 in respect of, among others, the Possible Subscription and the Company's announcement dated 1 June 2015 (the "**First Update Announcement**") regarding the progress of the Possible Subscription. Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

The Company wishes to update its shareholders that since the publication of the First Update Announcement up to the date of this announcement, there has been no significant progress in respect of the Possible Subscription and the Company had only certain preliminary communications with the Proposed Subscriber on how to proceed with the negotiation in relation to the Possible Subscription. Other than the Memorandum of Understanding, no formal or legally binding agreement has been entered into between the Company and the Proposed Subscriber in respect of the Possible Subscription.

Further announcement(s) setting out the progress of the Possible Subscription will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and on a monthly basis until an announcement (i) of the Company and the Proposed Subscriber having entered into a legally binding agreement to proceed with the Possible Subscription or (ii) of a decision not to proceed with the Possible Subscription or (iii) in relation to the termination of talks relating to the Possible Subscription between the Company and the Proposed Subscriber or (iv) of the Proposed Subscriber's decision not to proceed with the Possible Subscription is made in compliance with the Takeovers Code.

Shareholders and potential investors of the Company shall be aware that the Memorandum of Understanding is non-legally binding. As there is no assurance that the Formal Agreement will be entered into and the Possible Subscription set out in the Memorandum of Understanding may or may not proceed as contemplated or at all, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By the order of the Board
L'sea Resources International Holdings Limited
NIE DONG
Executive Director and Chief Executive Officer

Hong Kong, 26 June 2015

As at the date of this announcement, the board of directors of the Company comprises four executive directors, namely, Mr. CHEUNG Wai Kuen, Mr. NIE Dong, Mr. WANG Chuanhu and Dr. SHI Simon Hao and three independent non-executive directors, namely, Mr. CHI Chi Hung, Kenneth, Mr. DENG Shichuan and Mr. James MUNN.

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.