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CHINA GREEN (HOLDINGS) LIMITED

中國綠色食品（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 904)

PROFIT WARNING

This announcement is made by China Green (Holdings) Limited (“**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

The board (“**Board**”) of directors (“**Directors**”) of the Company wishes to inform the shareholders of the Company and potential investors that, based on information currently available, the loss attributable to owners of the Company for the year ended 30 April 2016 is expected to increase substantially as compared to that of the financial year ended 30 April 2015, which was mainly attributable to:

- (i) an estimated fair value loss of approximately RMB120 million arising from impairment loss on available-for-sale financial assets recognized due to a significant decline in the fair value of the listed securities investments below its cost;
- (ii) an impairment loss of approximately RMB400 million recognized in relation to the property, plant and equipment and long-term prepaid rentals made by the Group due to withdrawal of certain leases for the farmlands in Fujian, Jiangxi and Hubei provinces; and
- (iii) the incurring of a direct tax expense and legal and professional fees in connection with the disposal (“**Disposal**”) of the branded beverage products business of the Company (“**Discontinued Operations**”), which was completed on 23 March 2016 (details of which are set out in the circulars of the Company dated 21 August

2015 and 7 March 2016) and an impairment loss recognized on certain tangible assets in connection with the Discontinued Operations as a result of the restructuring of the Discontinued Operations, partly offset the net gain on the Disposal.

The information contained in this announcement is based on the preliminary assessment of the information currently available to the Board and not on any figures or information which have been audited or reviewed by the Company's auditors. The audited consolidated final results of the Group may be subject to adjustments following further review by the Board, discussions with the auditors and valuer of the Company and completion of the required auditing procedures. Details of the Group's financial information and performance will be disclosed in the Group's annual results announcement for the year ended 30 April 2016, which is expected to be published on 26 July 2016.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

By Order of the Board
China Green (Holdings) Limited
Sun Shao Feng
Chairman

Hong Kong, 15 July 2016

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Sun Shao Feng (Chairman and Chief Executive Officer) and Mr. Chen Changgai; and four independent non-executive Directors, namely Mr. Wei Xiongwen, Mr. Hu Ji Rong, Mr. Zeng Shaoxiao and Ms. Yu Xiao Min.