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CHINA CULIANGWANG BEVERAGES HOLDINGS LIMITED

中國粗糧王飲品控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 904)

PROFIT WARNING

This announcement is made by China Culiangwang Beverages Holdings Limited (“**Company**”, 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).

The board (“**Board**”) of directors (“**Directors**”) of the Company wishes to inform the shareholders and potential investors of the Company that based on the information currently available to the management, the Group is expected to record a loss attributable to owners of the Company for the six months ended 31 October 2015 (“**First Half of 2015/2016**”), as opposed to a profit attributable to owners of the Company of approximately RMB10.6 million for the corresponding period in 2014 as set out in the interim report of the Company for the six months ended 31 October 2014.

Based on the Board’s preliminary assessment of the unaudited consolidated management accounts and the information currently available to the Group, the expected loss for the First Half of 2015/2016 was mainly attributable to the decrease in revenue of the continuing business of the Group (being fresh produce and processed products business and branded food products and others business) and a reduction in the revenue and profit from the discontinuing operations of the Group (being branded beverage products business), which was due to adjustment and optimisation of the Group’s existing business operations as a result of the very substantial disposal of the branded beverage products business of the Company (further particulars of which are set out in the circular of the Company dated 21 August 2015 and was approved by the shareholders of the Company at the special general meeting of the Company held on 14 September 2015). As at the date of this announcement, such disposal has not been completed.

The Company is still in the process of finalising its unaudited consolidated financial results of the Group for the First Half of 2015/2016. The information contained in this announcement is only based on the preliminary assessment made by the Board with reference to the preliminary unaudited consolidated management accounts and information currently available to the Board and may be subject to adjustment. Shareholders and potential investors of the Company are advised to read the interim results announcement carefully when it is published.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
China Culiangwang Beverages Holdings Limited
Sun Shao Feng
Chairman

Hong Kong, 11 December 2015

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. Hu Ji Rong, Mr. Wei Xiongwen, Mr. Zeng Shaoxiao and Ms. Yu Xiao Min.