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GRAND T G GOLD HOLDINGS LIMITED

大唐潼金控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8299)

PROFIT WARNING

This announcement is made by Grand T G Gold Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that it is expected that the consolidated results of the Group for the year ended 31 March 2009 may experience a significant decline as compared to the same period of 2008. Such decline was primarily attributable to (i) the substantial amortization expenses for the convertible bonds and interest expenses for the promissory notes issued by the Group (which expenses were not incurred by the Group in the same period of 2008); (ii) the Group’s business and operation adversely affected by, among others, the economic downturn and the global financial turmoil.

As the Company is still in the process of finalizing the results for the year ended 31 March 2009, the information contained in this announcement is only based on the preliminary assessment by the Company’s management according to the management accounts of the Group. Shareholders of the Company and potential investors should read the Group’s financial results announcement for the year ended 31 March 2009 carefully, which is expected to be published by end of June 2009.

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

By Order of the Board
GRAND T G GOLD HOLDINGS LIMITED
Zhao Baolong, Bill
Executive Director

Hong Kong, 15 June 2009

* *For identification purpose only*

As at the date of this announcement, the executive directors of the Company are Mr. Chan Hing Yin, Mr. Wong Kin Yick, Kenneth and Mr. Zhao Baolong, Bill; the non-executive director of the Company is Mr. Lee Sing Leung, Robin; and the independent non-executive directors of the Company are Mr. Deng Xiang Xiong, Mr. Orr Joseph Wai Shing and Mr. Jiao Zhi.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with The Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company.

The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least seven days from the date of its publication and on the website of the Company at <http://www.aplushk.com/clients/8299GrandTG/>.