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## ZHI CHENG HOLDINGS LIMITED

### 智城控股有限公司\*

*(formerly known as Xing Lin Medical Information Technology*

*Company Limited 杏林醫療信息科技有限公司\*)*

*(incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 8130 and 8389)**

### PROFIT WARNING

This announcement is made in accordance with Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a substantial loss for the year ended 31 March 2011.

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

This announcement is made by Zhi Cheng Holdings Limited (the “**Company**”, 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 “**GEM Listing Rules**”).

Based on the information currently available, the board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders and potential investors that the Group is expected to record a substantial loss for the year ended 31 March 2011. The Board considers that the loss is principally attributable to the substantial impairment loss in respect of intangible assets related to the master services agreement.

Nevertheless, the Board is of the view that such losses will not have any material adverse impact on the business operation of the Group and the financial position of the Group remains sound.

The Company is still in the process of finalising the Group’s final results for the year ended 31 March 2011. The information contained in this announcement is based on information currently available to the Group and after review and assessment of the management accounts of the Group by the management. It remains subject to audit by the Company’s independent auditors. Details of the financial information of the Group will be disclosed in the Group’s final results announcement for the year ended 31 March 2011 which is expected to be released on 20 June 2011.

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

By Order of the Board  
**Zhi Cheng Holdings Limited**  
**Lien Wai Hung**  
Chairman

Hong Kong, 10 June 2011

*At the date of this announcement, the executive Director is Lien Wai Hung; the independent non-executive Directors are Leung Wai Man, Ho Chun Ki, Frederick and Lai Miao Yuan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material aspects and not misleading or deceptive, and there are no other matters the omission of which would make any statement here or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of 7 days from the date of its publication and on the Company’s website at [www.zhicheng-holdings.com](http://www.zhicheng-holdings.com).*

\* *For identification purposes only*