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CHINA GOLDEN DEVELOPMENT HOLDINGS LIMITED

中國金展控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 162)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board announces that the results of the Group for the financial year ended 31 December 2008 are expected to record a substantial increase in losses when compared to the corresponding period in 2007. Such losses are mainly attributable to the impairment losses recognized in respect of goodwill.

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

The announcement is made by China Golden Development Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) pursuant to Rule 13.09(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board announces that the results of the Group for the financial year ended 31 December 2008 are expected to record a substantial increase in losses when compared to the corresponding period in 2007. Such losses are mainly attributable to the impairment losses recognized in respect of goodwill.

The Company is in the process of preparing the annual results of the Group for the year ended 31 December 2008. The information contained in this announcement is only based on the information currently available to the Company and is not based on any figures or information that has been audited or reviewed by the Company’s auditors. Details of the Group’s performance will be disclosed as and when the final results for the year ended 31 December 2008 are announced.

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

By Order of the Board
China Golden Development Holdings Limited
Hu Yangxiong
Vice Chairman and Chief Executive Officer

Hong Kong, 8 April 2009

As at the date of this announcement, the Board comprises five executive directors, namely Messrs. Hu Yangxiong, Qu Jiaqi, Li Haogang, Sha Yingjie and Ms. Lu Xiaoling, and three independent non-executive directors, namely Messrs. Chan Wai Kwong, Peter, Fu Wing Kwok, Ewing and Tsang Kwok Wai.

* For identification purpose only