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SINOFERT HOLDINGS LIMITED

中化化肥控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 297)

Profit Warning

Sinofert Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) makes this announcement pursuant to Rule 13.09 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the “**Board**”) of the Company wishes to inform shareholders of and potential investors in the Company that, due to the impact of the global financial crisis on the overall operating environment, the domestic demand and the price of potash fertilizer significantly decrease, which in turn leads to a corresponding decrease in the sales volume and operating gross profit of the Group. Therefore, the Board expects that a loss will be recorded for the Group in the second half of and throughout the financial year of 2009.

Despite the effect of the abovementioned factors, the Board is of the view that the operational and financial position of the Group remains to be sound.

The information contained in this announcement is only a preliminary assessment based on the consolidated management accounts of the Group for the year ended 31 December 2009, which has not been audited by the Company’s auditors. The detailed financial information of the Group shall be disclosed in the final results announcement of the Group for the year ended 31 December 2009, which is expected to be published in March 2010.

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

For and on behalf of the Board of
Sinofert Holdings Limited

Du Ke Ping

Executive Director and Chief Executive Officer

Hong Kong, 20 January 2010

As at the date of this announcement, the executive directors of the Company are Mr. Du Ke Ping (Chief Executive Officer) and Mr. Harry Yang; the non-executive directors are Mr. Liu De Shu (Chairman), Dr. Chen Guo Gang, Dr. Stephen Francis Dowdle and Mr. Wade Fetzer III; and the independent non-executive directors are Mr. Ko Ming Tung, Edward, Dr. Tang Tin Sek and Mr. Tse Hau Yin, Aloysius.

** For identification purposes only*