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(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 228)

## PROFIT WARNING

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a loss for the six months ended 30 June 2010 as compared to a profit for the corresponding period in 2009.

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

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of China Energy Development Holdings Limited (the “**Company**”) wishes to inform the shareholders of the Company and potential investors that the Company and its subsidiaries (the “**Group**”) is expected to record a loss for the six months ended 30 June 2010 as compared to a profit for the corresponding period in 2009, which was mainly due to the substantial loss of financial assets held for trading.

This announcement is only based on the preliminary assessment by the Board with reference to the unaudited consolidated management accounts of the Group for the six months ended 30 June 2010 and on the information for time being, which have not been confirmed or audited by the Company’s auditors. Financial information of the Group will be disclosed in the interim results announcement for the six months ended 30 June 2010, which is expected to be published before the end of September 2010.

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

By Order of the Board  
**China Energy Development Holdings Limited**  
**Chui Kwong Kau**  
*Executive Director*

Hong Kong, 16 July 2010

*As at the date of this announcement, the board of directors of the Company comprises, Mr. Zhao Guoqiang, Mr. Chan Shi Yung, Mr. Chui Kwong Kau, Mr. Liu Baohe, Mr. Zhang Zhenming and Mr. Huang Changbi as executive directors; and Mr. Wong Tik Tung, Mr. Yin Guohui and Ms. Zhang Wei as independent non-executive directors.*

*\*For identification purpose only*