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

## PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) 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 greater loss for the six months ended 30 June 2011 as compared with that for the corresponding period ended 30 June 2010.

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

This announcement is made by China Energy Development Holdings Limited (the “**Company**”) pursuant to Rule 13.09(1) 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 the Company wishes to inform the shareholders (the “**Shareholders**”) of the Company and potential investors that the Company and its subsidiaries (the “**Group**”) is expected to record a greater loss for the six months ended 30 June 2011 as compared with that for the corresponding period ended 30 June 2010. The expected increase in loss was mainly attributable to the provision for impairment of loan receivables. Despite the abovementioned situation, the Board considers that the overall financial condition of the Group remains sound and healthy.

The Company is in the process of finalizing the interim results for the six months ended 30 June 2011. The information contained in 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 2011 and on the information for time being, which have not been reviewed 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 2011, which is expected to be published before the end of August 2011.

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

By Order of the Board  
**China Energy Development Holdings Limited**  
**Zhao Guoqiang**  
*Chief Executive Officer & Executive Director*

Hong Kong, 12 August 2011

*As at the date of this announcement, the Board comprises Mr. Zhao Guoqiang, Mr. Chui Kwong Kau, Mr. Liu Baohe, Mr. Zhang Zhenming and Mr. Huang Changbi as executive directors; and Mr. Fu Wing Kwok, Ewing, Mr. Sun Xiaoli and Mr. Fu Dali as independent non-executive directors.*

*\*For identification purpose only*