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CIL Holdings Limited

華建控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 00479)

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 likely to record further net loss for the six months ended 31 December 2011 as compared with the corresponding period of the last financial year.

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

This announcement is made by CIL Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that the financial performance of the Group for the six months ended 31 December 2011 was adversely affected by, *inter alia*, the issue of share options to the directors of the Company employees of the Group (the “**Share Options**”), where pursuant to the Hong Kong Financial Reporting Standard 2 – Share-based Payment (HKFRS 2) issued by the Hong Kong Institute of Certified Public Accountants, the fair value of the Share Options should be recorded as an expense to the Company in the reporting period.

Despite the above, revenue generated from the ordinary course of business of the Group for the six months ended 31 December 2011 has recorded a slight increase as compared with the corresponding period of the last financial year.

The Company has engaged an independent professional valuer to value the relevant expense of the Company arising from the issue of the Share Options. Details of the Share Options are included in the announcement of the Company dated 26 July 2011.

Based on information currently available to the Board, the Board estimates that the Group is likely to record further net loss for the six months ended 31 December 2011 as compared with the corresponding period of the last financial year.

The Company is still in the process of finalising the unaudited consolidated results of the Group for the six months ended 31 December 2011 which is expected to be released on or before 29 February 2012.

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

By order of the Board
CIL HOLDINGS LIMITED
Ke Jun Xiang
Chairman

Hong Kong, 22 February 2012

As at the date of this announcement, the executive directors of the Company are Mr. Ke Jun Xiang (Chairman), Ms. Lo Yuen Lai (Deputy Chairman and Acting Chief Executive Officer), Mr. Simon Ng and Ms. Lo Yuen Chung, the non-executive director of the Company is Mr. Chow Yeung Tuen, Richard and the independent non-executive directors of the Company are Mr. Kwok Yam Sheung and Mr. Chan Siu Kay.

* *For identification purpose only*