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PEACE MAP HOLDING LIMITED

天下圖控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 402)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board wishes to inform the shareholders of the Company and potential investors that it is expected that the consolidated results of the Group for the year ended 31 December 2014 may continue to record a significant loss.

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 Peace Map Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that based on the preliminary review by the Company’s management on the unaudited consolidated management accounts of the Group, it is expected that the consolidated results of the Group may continue to record a significant loss for the year ended 31 December 2014, mainly due to (i) the recognition of an impairment loss on the valuation of the mining rights of the coal mine operated by Tugrugnuuriin Energy LLC, an indirect wholly-owned subsidiary of the Company, in Tugrug Valley, Mongolia (the “**TNE Mine**”) of approximately HK\$133 million; (ii) the imputed interest expenses in respect of outstanding convertible notes of approximately HK\$81 million; (iii) the recognition of share based payment expenses of approximately HK\$31 million due to the grant of share options of the Company on 26 September 2014; and (iv) operating loss on the geographic information system business of the Group in the year of 2014 primarily due to the amortisation of certain intangible assets of approximately HK\$65 million (2013: HK\$34 million), impairment loss of trade and other receivables, delay in progress of certain geographic information system projects and increase in operating cost in this business.

This profit warning is only based on the preliminary assessment by the Company's management on the unaudited consolidated management accounts of the Group. The Company is in the process of preparing and finalising the audited annual results of the Group for the year ended 31 December 2014, the announcement of which is expected to be published before the end of March 2015.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company and read carefully the annual results announcement of the Company.

By order of the Board
Peace Map Holding Limited
FENG Tao
Chief Financial Officer

Hong Kong, 12 March 2015

As at the date of this announcement, the executive directors are Mr. GUAN Hongliang (Chairman and Chief Executive Officer), Mr. ZHANG Chuanjun (Deputy Chairman), Mr. ZHU Dong (Deputy Chief Executive Officer), Mr. FENG Tao (Chief Financial Officer) and Mr. WANG Zheng (Chief Operating Officer) and the independent non-executive directors are Mr. ZHANG Songlin, Mr. HUI Yat On and Mr. ZHAI Shenggang.