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CHINA AGRI-INDUSTRIES HOLDINGS LIMITED

中國糧油控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 606)

PROFIT WARNING

This announcement is made by the Company pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Listing Rules. The Board wishes to inform the shareholders and potential investors of the Company that the Group recorded a loss for the nine months ended 30 September 2014.

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 Agri-Industries Holdings Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) under Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Listing Rules.

Based on the Group’s unaudited consolidated management accounts for the nine months ended 30 September 2014 (the “**January-September Period**”), the Group recorded a loss attributable to owners of the Company of approximately HK\$1,298,000,000 for the January-September Period.

The board of directors of the Company (the “**Board**”) considers that the increased loss in the January-September Period, as compared to the first half of the year and the seven months ended 31 July 2014, is mainly attributable to the oilseeds processing segment while the operation of other business segments remained stable. The Board considers the principal reasons for the increased loss in the oilseeds processing segment include:

- (1) The high cost of soybean stockpiles acquired by the Group in the first half of the year are continuing to be processed and sold in the second half of the year, which resulted in a loss for the current period.
- (2) In view of the significant decrease and momentum of fall in oilseed products’ prices experienced both in the domestic and international markets in the third quarter of the year, the Group managed to lower its hedging ratio with an anticipation in reversal in prices which did not materialise during such period.

The information contained in this announcement is only a preliminary assessment by the Board with reference to the information currently available and is not based on any financial figures or information which have been reviewed or audited by the Company's auditors. Details of the Group's financial results and performance will be disclosed in the Company's final results announcement for the year ending 31 December 2014.

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

By Order of the Board
China Agri-Industries Holdings Limited
YUE Guojun
Managing Director

Hong Kong, 24 October 2014

As at the date of this announcement, the Board comprises: Mr. YU Xubo as chairman of the Board and executive director; Mr. YUE Guojun and Mr. SHI Bo as executive directors; Mr. NING Gaoning, Mr. MA Wangjun and Mr. WANG Zhiying as non-executive directors; and Mr. LAM Wai Hon, Ambrose, Mr. Victor YANG and Mr. Patrick Vincent VIZZONE as independent non-executive directors.