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KAI SHI CHINA HOLDINGS COMPANY LIMITED

開世中國控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1281)

PROFIT WARNING ANNOUNCEMENT

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**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (the “**SFO**”, Chapter 571, Laws of Hong Kong).

The board of directors (the “**Board**”) of Kai Shi China Holdings Company Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) wishes to inform the shareholders and potential investors of the Company that, based on the preliminary assessment of the unaudited consolidated management accounts of the Group for the year ended 31 December 2014 and the information currently available, the Group is expected to record a net loss for the year ended 31 December 2014 as compared with a profit for the corresponding period in 2013. Such estimated loss can be attributed to the decrease in fair value of the investment properties and the write-down of completed properties held for sale and properties under development as a result of the negative impact of the downturn of the property market in Lvshunkou District, Dalian, the People’s Republic of China, in particular, the decrease in selling prices of properties in such district, on the sales of properties of the Group.

The Company is still in the process of finalising the annual results of the Group for the year ended 31 December 2014 and the related audit work has not yet been completed. The information contained in this announcement is based on a preliminary assessment by the Board on the unaudited consolidated management accounts of the Group for the year ended 31 December 2014 and the information currently available, which have not been confirmed, reviewed or audited by the Company’s auditors nor the Company’s audit committee and may be subject to adjustments.

Details of the annual results of the Group for the year ended 31 December 2014 will be announced in late March 2015. Shareholders and potential investors should read the Group’s annual results carefully.

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

By Order of the Board
KAI SHI CHINA HOLDINGS COMPANY LIMITED
Wei Shaojun
Chairman

Hong Kong, 6 March 2015

As at the date of this announcement, the executive Directors of the Company are Mr. Wei Shaojun, Ms. Zhen Xiaojing, Ms. Zhao Hua and Mr. Li Hai Chao and the independent non-executive Directors of the Company are Mr. Li Chun, Mr. Han Qinchun and Mr. Liu Da.