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DINGYI GROUP INVESTMENT LIMITED
鼎億集團投資有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 508)

PROFIT WARNING
AND
CLARIFICATION ANNOUNCEMENT

PROFIT WARNING

This announcement is made by DINGYI GROUP INVESTMENT LIMITED (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company and potential investors that, based on the preliminary assessment of the unaudited consolidated management accounts of the Group, the Group is expected to continue to record a loss for the year ended 31 March 2016 but such loss may decrease significantly by approximately 30% as compared with the net loss for the year ended 31 March 2015. Such loss and the expected decrease in the net loss for the year ended 31 March 2016 are mainly attributable to:

- (i) the increase in the realized gain on the disposal of held for trading investments and the realized gain on derivative financial assets during the year;
- (ii) the increase in loss arising from changes in fair value of held for trading investments during the year;

- (iii) the decrease in fair value loss on derivative financial liabilities arising from the preliminary assessment on the valuation of the convertible bonds during the year; and
- (iv) the increase in general and administrative expenses during the year.

As the annual results of the Group for the year ended 31 March 2016 are not yet finalized, the information contained in this announcement should only be treated as a preliminary assessment by the Board based on information currently available to the Group. The information contained in this announcement is not based on any figure or information that has been audited or reviewed by the auditors of the Company. Shareholders of the Company and potential investors are advised to read carefully the results announcement of the Company for the year ended 31 March 2016 which is expected to be published before the end of June 2016.

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

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement of the Company dated 28 December 2015 (“**Announcement**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Announcement.

The Board wishes to clarify an inadvertent typographical-error in the Announcement in both English and Chinese version. The total number of the Share Options granted should be “280,460,000” instead of “280,500,000”.

Save as stated above, the contents of the Announcement remain unchanged.

By order of the Board
DINGYI GROUP INVESTMENT LIMITED
LI Kwong Yuk
Chairman and Executive Director

Hong Kong, 24 June 2016

As at the date of this announcement, the Board comprises Mr. LI Kwong Yuk (Chairman), Mr. SU Xiaonong (Chief Executive Officer) and Mr. CHEUNG Sze Ming as Executive Directors; and Mr. CHOW Shiu Ki, Mr. CAO Kuangyu and Mr. IP Chi Wai as Independent Non-executive Directors.