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Xinming China Holdings Limited

新明中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2699)

PROFIT WARNING

This announcement is made by Xinming China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) 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 under 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 (the “**Shareholders**”) and potential investors that, based on the information currently available to the Company, the Group is expected to record a net loss attributable to the owners of the Company for the year ended 31 December 2016 as compared to the net profit for the year ended 31 December 2015. The turnaround from net profit to net loss is primarily attributable to (i) the provision for impairment of the property for sale; and (ii) the decrease of fair value of investment properties.

The information set out in this announcement is only based on a preliminary assessment by the management of the Company with reference to the Group’s unaudited consolidated management accounts for the year ended 31 December 2016 and other information currently available to the Company, which have not been audited by the Company’s auditors, and have not been confirmed or reviewed by the audit committee of the Board. It is expected that annual results announcement of the Company for the year ended 31 December 2016 will be published by the Company in March 2017.

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

By order of the Board
Xinming China Holdings Limited
Chen Chengshou
Chairman and Chief Executive Officer

Hong Kong, 28 February 2017

As at the date of this announcement, the executive Directors are Mr. Chen Chengshou, Mr. Feng Cizhao and Mr. Wong Thian Tsu Michael; the non-executive Director is Ms. Gao Qiaoqin; and the independent non-executive Directors are Mr. Gu Jiong, Mr. Lo Wa Kei, Roy and Mr. Fong Wo, Felix.