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AFFLUENT PARTNERS HOLDINGS LIMITED

錢唐控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1466)

PROFIT WARNING

This announcement is made by Affluent Partners 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 (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 Future 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 (the “**Shareholders**”) and potential investors that, based on the preliminary assessment of the unaudited consolidated management accounts of the Group, the Group is expected to record a significant increase in loss attributable to equity holders of the Company of more than 400% for the year ended 31 March 2018 as compared with the loss of approximately HK\$23.9 million attributable to equity holders of the Company for the year ended 31 March 2017. The significant increase in loss for the year ended 31 March 2018 was mainly attributable to the following items during the year ended 31 March 2018:

- (i) the realised loss on disposals of financial assets at fair value through profit or loss;

* *For identification purposes only*

- (ii) the impairment loss on investments in associates; and
- (iii) the impairment loss on loans to in associates.

As the annual results of the Group for the year ended 31 March 2018 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 and potential investors are advised to read carefully the results announcement of the Company for the year ended 31 March 2018 (the “**Annual Results Announcement**”) which is expected to be published on 29 June 2018.

As this announcement is issued during the period when the Company is subject to a mandatory general offer (the “**Offer**”) pursuant to the Code on Takeovers and Mergers (the “**Takeovers Code**”) (details of which are set out in the joint announcement dated 7 May 2018 issued by the Company and Pacific Wish Limited), the above information contained in this announcement constitutes a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the Company’s financial adviser and its accountants or auditors in accordance with Rule 10.4 of the Takeovers Code. Since this announcement is required to be made pursuant to Rule 13.09 of the Listing Rules, which requires the Company to issue the profit warning announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the requirements set out in Rule 10.4 of the Takeovers Code.

The Company would like to draw the attention of the Shareholders and potential investors of the Company that this announcement does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the Takeovers Code. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

Pursuant to Rule 10.4 of the Takeovers Code and Practice Note 2 of the Takeovers Code, the reports from the Company's auditors and financial adviser on the profit forecast are required to be included in the next document to be sent to the Shareholders in connection with the Offer, which is expected to be the composite offer and response document (the "**Composite Document**"). It is expected that the Annual Results Announcement will be published on 29 June 2018, which is envisaged to be prior to the despatch of the Composite Document. If this is the case, the requirement under Rule 10 of the Takeovers Code to report on the profit forecast contained in this announcement will be superseded by the publication of the Annual Results Announcement. Otherwise, the profit forecast contained in this announcement shall be reported on in accordance with Rule 10 of the Takeovers Code and the relevant reports will be included in the Composite Document to be sent to the Shareholders.

By order of the Board
AFFLUENT PARTNERS HOLDINGS LIMITED
Cheung Sze Ming
Executive Director

Hong Kong, 22 June 2018

As at the date of this joint announcement, the executive Directors are Mr. Archambaud-Chao Percy Henry Junior, Mr. Leung Alex, Mr. Lee Tsz Hang and Mr. Cheung Sze Ming; the non-executive Director is Mr. Yuen Ching Bor Stephen (Chairman); and the independent non-executive Directors are Mr. Pang Siu Yin, Mr. Lai Yat Yuen, Mr. Lee Kin Keung and Mr. Chan Chi Yuen.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.