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L & A International Holdings Limited

樂亞國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8195)

PROFIT WARNING

This announcement is made by L & A International Holdings Limited (the “**Company**” together with its subsidiaries, collectively the “**Group**”) pursuant to the disclosure requirement as stated in the Company’s prospectus dated 30 September 2014 (the “**Prospectus**”) which mentions that the Company may issue a profit warning announcement after the listing of the shares of the Company on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited as a result of the incurrence of one-off non-recurring listing expenses.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the information currently available, the Group is expected to record a loss for the six months ended 30 September 2014. As disclosed in the Prospectus, the estimated non-recurring listing expenses for the six months ended 30 September 2014 amounted to approximately HK\$8.1 million which are charged to the Group’s consolidated statements of profit or loss and other comprehensive income. It is preliminarily reviewed and estimated by the Board that there will be a very substantial reduction in the profit of the Group and may be in a loss position for the six months ended 30 September 2014 as a result of the incurrence of the estimated non-recurring listing expenses which amounts to approximately HK\$9.9 million. Such listing expenses are current estimates by the management of the Group only and the final amount to be charged to the profit and loss account of the Group for the six months ended 30 September 2014 is subject to change.

As the Company is still in the course of preparing its consolidated results for the six months ended 30 September 2014, the information contained in this announcement is only based on a preliminary assessment by the Board based on the information currently available to the Company and such information, which are subject to further adjustments, has not been reviewed by the audit committee of the Company. Details of the unaudited financial information to be disclosed in the Company’s interim

report for the six months ended 30 September 2014 shall prevail over the information contained herein. Shareholders and potential investors are advised to pay attention to such interim results of the Group when published.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company and, in case of doubt, to seek independent advice from professional or financial advisers.

By order of the Board
L & A INTERNATIONAL HOLDINGS LIMITED
Yang Wan Ho
Chairman and Executive Director

Hong Kong, 29 October 2014

As at the date of this announcement, the executive Directors are Mr. Yang Wan Ho, Mr. Yang Si Hang, Mr. Yang Si Kit Kenny; the non-executive Director is Ms. Rubby Chau and the independent non-executive Directors are Mr. Chan Chi Keung Alan, Ms. Cheung Marn Kay and Mr. Chan Ming Sun Jonathan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.