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OTO Holdings Limited

豪特保健控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 6880)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(2) of the Listing Rules and the Inside Information Provisions.

The Board wishes to inform the shareholders of the Company and potential investors that based on the preliminary review and analysis of the latest available unaudited consolidated management accounts of the Group for the ten months ended 31 January 2013 and the retail sales records of the Group for February 2013, the Group is expected to record a relatively substantial decrease in consolidated net profits for the year ending 31 March 2013, as compared to that of the year ended 31 March 2012.

The information contained in this announcement is only based on the preliminary review and analysis of the latest draft unaudited consolidated management accounts of the Group and the information currently available to the Board, which have not been reviewed by the Company's independent external auditors.

The information in this announcement is disclosed for information only and under Listing Rules and the Inside Information Provisions. Shareholders and potential investors are advised to read carefully the annual results announcement of the Company for the year ending 31 March 2013 after the finalization of the Group's consolidated results for the year ending 31 March 2013.

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

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

The Board wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on the preliminary review and analysis of the latest available unaudited consolidated management accounts of the Group for the ten months ended 31 January 2013 and the retail sales records of the Group for February 2013, the Group is expected to record a relatively substantial decrease in consolidated net profits for the year ending 31 March 2013, as compared to that of the year ended 31 March 2012, mainly as a result of the following reasons:

- i generally weaker consumer market sentiment since the beginning of the year 2013, particularly in the PRC;
- ii an increase in the operating costs of the Group arising from the expansion of business in the PRC, in particular during the second half of the year ending 31 March 2013, whereby a net total of 16 of our retail outlets in the PRC were newly opened since 30 September 2012 and up to the date of this announcement; and
- iii a lower retail sales revenue in Hong Kong in the five months ended 28 February 2013 due to the relocation and/or closure of 2 of our key retail stores including (a) the relocation of a retail store at Times Square, Hong Kong, that caused the lost of retail revenue during the relocation period from November 2012 to January 2013, which is a traditionally peak period for the Group’s retail sales, and (b) closure of a retail store at Telford Plaza, Kowloon Bay, Kowloon, whereby the Group is in the active search for a replacement store in the same geographical location.

The information contained in this announcement is only based on the preliminary review and analysis of the latest available unaudited consolidated management accounts of the Group and the information currently available to the Board. As at the date of this announcement, the Group’s consolidated results for the year ending 31 March 2013 have not yet been finalised, and are subject to audit by the Company’s independent external auditors.

The information in this announcement is disclosed for information only and under Listing Rules and the Inside Information Provisions. Shareholders and potential investors are advised to read carefully the annual results announcement of the Company for the year ending 31 March 2013 to be issued by the Company after the finalization of the Group's consolidated results for the year ending 31 March 2013.

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

By order of the Board
OTO Holdings Limited
Mr. Yip Chee Seng
Chairman

Hong Kong, 12 March 2013

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yip Chee Seng, Mr. Yip Chee Lai Charlie and Mr. Yip Chee Way, David, one non-executive Director, namely Mr. Yip Gee Kuarn, and three independent non-executive Directors, namely Mr. Chan Yip Keung, Mr. Chung Kin Fai and Ms. Lo Yee Hang.