Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

China Zenith Chemical Group Limited
中國天化工集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 362)

PROFIT WARNING

This announcement is made by China Zenith Chemical Group Limited (the "**Company**") together with its subsidiaries (the "**Group**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the "**SFO**").

The Board wishes to inform the Shareholders and potential investors that the unaudited interim results of the Group for the six months ended 31 December 2013 (the "**Interim Results**") is expected to record a loss.

As the Company is still in the process of finalizing its Interim Results, the information contained in this announcement is only based on a preliminary assessment of the information available by the management of the Company.

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

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and Part XIVA of the SFO.

The board of directors of the Company (the "**Board**") wishes to inform the Shareholders and potential investors that the unaudited Interim Results is expected to record a loss. The estimated loss is mainly derived from idle operating cost and assets restructuring expenditure incurred during the temporary suspension of the production of the coal-related chemical division and the bio-chemical division in Mudanjiang.

As the Company is still in the process of finalizing its Interim Results, the information contained in this announcement is only based on a preliminary assessment of the information available by the management of the Company.

The results announcement of the Company for the six months ended 31 December 2013 is expected to be released before the end of February 2014. Shareholders and potential investors are advised to read the results announcement carefully.

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

By Order of the Board
China Zenith Chemical Group Limited
Chan Yuk Foebe
Chairman and Chief Executive Officer

Hong Kong, 21 February 2014

As at the date hereof, Ms. Chan Yuk Foebe, Mr. Chiau Che Kong, Mr.Peng Zhanrong and Mr. Wu Jianwei are the executive Directors and Mr. Ma Wing Yun Bryan, Mr. Tam Ching Ho and Mr. Hau Chi Kit are the independent non-executive Directors.