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PROFIT WARNING

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

The Board wishes to inform the Shareholders and potential investors that based on the unaudited consolidated financial statements of the Group for the year ended 31 December 2013 and the information currently available to the Company, the Group is expected to record a loss for the year ended 31 December 2013 as compared to a profit recorded by the Group for the year ended 31 December 2012.

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

This announcement is made by New Heritage Holdings Ltd. (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 the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on the unaudited consolidated financial statements of the Group for the year ended 31 December 2013 and the information currently available to the Company, the Group is expected to record a loss for the year ended 31 December 2013 as compared to a profit recorded by the Group for the year ended 31 December 2012, primarily attributable to the impairment loss on properties held for sale and goodwill.

The information contained in this announcement is only based on the preliminary assessment by the management of the Company with reference to the information currently available to the Group, which have not been audited or reviewed by the auditor of the Company. Detailed financial information of the Company will be disclosed in the annual results announcement of the Company for the year ended 31 December 2013, which is expected to be published in or around March 2014.

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

By order of the Board
New Heritage Holdings Ltd.
TAOCHAIFU Choofuang
Chairman

Hong Kong, 24 February 2014

As at the date of this announcement, the Board comprises Mr. TAOCHAIFU Choofuang (Chairman), Mr. TAO Richard (Vice Chairman), Mr. TAO Paul (Managing Director), Mr. KONG Mui Sum Lawrence and Mr. YIM Chun Leung as executive directors; Mr. CHAN Bernard Charnwut as non-executive director; and Mr. WONG Gary Ka Wai, Mr. SUN Leland Li Hsun and Mr. CHAN Norman Enrique as independent non-executive directors.