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新 澤 控 股 有 限 公 司 New Heritage Holdings Ltd.

(Incorporated in the Cayman Islands with limited liability)

(HKSE Stock Code: 95)

PROFIT WARNING

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 and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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 information currently available to the Company, the Group is expected to record a significant decrease in profit or even incur a loss for the six months ended 30 June 2014 as compared to a profit recorded by the Group for the six months ended 30 June 2013, primarily attributable to (i) a substantial increase in administrative expenses, including compensation payable to directors and employees and professional expenses incurred of approximately HK\$39 million as a result of the mandatory general offers made by China LVGEM Property Holdings Limited for all the securities of the Company, the closing of which took place in June 2014; and (ii) a decline in revenue of approximately HK\$116 million due to the decrease in recognised sales of properties held for sale for the six months ended 30 June 2014.

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 auditors of the Company. Detailed financial information of the Company will be disclosed in the results announcement of the Company for the six months ended 30 June 2014, which is expected to be published in August 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.
HUANG Jingshu
Chairman

Hong Kong, 18 July 2014

As at the date of this announcement, the executive directors of the Company are Miss HUANG Jingshu, Mr. YIM Chun Leung, Mr. YE Xingan, Mr. CHEN Tieshen and Ms. DENG Chengying; and the independent non-executive directors of the Company are Mr. ZHU Jiu Sheng, Mr. WANG Jing and Ms. HU Gin Ing.