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中國 9 號 健康 產業 有 限 公 司
China Jiu hao Health Industry Corporation Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 419)

PROFIT WARNING

This announcement is made by China Jiu hao Health Industry Corporation Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (the “**SFO**”) (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 preliminary assessment of the latest unaudited consolidated management accounts of the Group, although the Group is expected to generate a net gain of approximately HK\$169 million through the disposal of the 12,196,000 shares in Reorient Group Limited (details of which were disclosed in the Company’s announcement issued on 18 June 2015), the Group is expected to record a substantial decrease in net profit for the six months ended 30 June 2015, as compared to a net profit of approximately HK\$95,297,000 for the six months ended 30 June 2014, mainly due to the incurrence of legal and professional fees of approximately HK\$54 million for the very substantial disposal transaction (details of which were disclosed in the Company’s circular dated 23 June 2015) and the potential impairment of certain non-current assets and current assets of the Group including the interests in joint ventures and the amounts due from joint ventures and its subsidiaries.

As the Company is still in the process of finalizing the interim results for the six months ended 30 June 2015 (the “**Interim Results**”), the information contained in this announcement is only based on the preliminary assessment by the management of the Company based on the management accounts and the information currently available and is not based on any figures or information audited or reviewed by the Company’s auditors. The Interim Results announcement of the Company is expected to be published by end of August 2015.

Reference is made to the announcements of the Company dated 24 June 2015 pursuant to Rule 3.7 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”). **This profit warning constitutes a profit forecast under Rule 10 of the Takeovers Code and is required to be reported on by the Company’s financial advisers and its auditor or consultant accountant in accordance with Rule 10.4 of the Takeovers Code.** Since this announcement is required to be made pursuant to Rule 13.09(1) of Listing Rules and the Inside Information Provisions under Part XIVA of the SFO, which requires the Company to issue the profit warning announcement as soon as practicable and given the time constraints faced by the Company when issuing this announcement, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the requirements set out in Rule 10.4 of the Takeovers Code. This profit warning does not meet the standard required by Rule 10 of the Takeovers Code. This profit warning is normally required to be separately reported on by the Company’s financial adviser and its auditor or accountant and such report contained in the next document to be issued by the Company to its shareholders in connection with the proposed transactions (“**Proposed Transaction**”) as announced in the announcement of the Company dated 24 June 2015. The profit warning will be reported on in accordance with Rule 10 of the Takeovers Code unless the Interim Results announcement for the six months ended 30 June 2015 has been published prior to the next document to be sent to the Shareholders in relation to the Proposed Transaction.

Shareholders of the Company and potential investors should note that this profit warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code. Shareholders of the Company and potential investors should therefore exercise caution in placing reliance on this profit warning in assessing the merits and demerits of the Proposed Transaction. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 8 July 2015, and will remain suspended pending the release of an announcement in respect of inside information regarding the issue of new shares in the Company under specific mandate which may result in a change in control of the Company.

On behalf of the Board
China Jiu hao Health Industry Corporation Limited
YUEN Hoi Po
Chairman

Hong Kong, 6 August 2015

As at the date of this announcement, the board of directors comprises:

Executive directors: Mr. YUEN Hoi Po (Chairman), Mr. ZHANG Changsheng (Vice Chairman)

Non-executive directors: Mr. Edward TIAN Suning, Mr. Hugo SHONG

Independent non-executive directors: Prof. WEI Xin, Dr. WONG Yau Kar David, BBS, JP, Mr. YUEN Kin, Mr. CHU Yuguo

The directors of the Company (except for Prof. WEI Xin who is assisting relevant Mainland authorities in investigations and unreachable, as detailed in the Company's announcement dated 6 January 2015) jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.