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Integrated Waste Solutions Group Holdings Limited
綜合環保集團有限公司*

(Incorporated in the Cayman Islands with limited liability, stock code: 923)

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 Shareholders and potential investors that, based on the information currently available to the Company, the final results of the Group for the year ended 31 March 2014 is expected to decline significantly as compared to that for the year ended 31 March 2013.

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

This announcement is made by Integrated Waste Solutions Group Holdings 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 (“**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 of the Company (the “**Board**”) wishes to inform shareholders of the Company (“**Shareholders**”) and potential investors that, based on a preliminary assessment by the Company’s management according to the Group’s latest unaudited consolidated management accounts and the information currently available to the Company, the final results of the Group for the year ended 31 March 2014 is expected to decline significantly as compared to that for the year ended 31 March 2013. Such decline was primarily due to an impairment loss to be recognized in respect of the disposal of Golddoor Company Limited by Wealthy Peaceful Company Limited (in voluntary winding up and dissolution) carried out by its joint and several liquidators.

Despite the aforesaid, the Board believes that the overall operation of the Group remains sound and intact, and the financial position of the Group remains solid.

The Company is still in the process of finalizing the consolidated financial results of the Group for the year ended 31 March 2014. The contents contained in this announcement are only based on the information currently available to the Company and such information has not been audited or reviewed by the Company’s auditor or audit committee. Shareholders and potential investors are advised to read carefully the final results announcement of the Company for the year ended 31 March 2014 which is expected to be published by end of June 2014.

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

By order of the Board
Integrated Waste Solutions Group Holdings Limited
Cheng Chi Ming, Brian
Chairman

Hong Kong, 24 April 2014

* *Chinese name for identification purpose*

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. Suen Wing Yip, Mr. Lau Sai Cheong, Mr. To Chun Wai and Mr. Tam Sui Kin, Chris; two non-executive directors, namely Mr. Cheng Chi Ming, Brian (Chairman) and Mr. Tsang On Yip, Patrick; and three independent non-executive directors, namely, Mr. Nguyen Van Tu, Peter, Mr. Chow Shiu Wing, Joseph and Mr. Wong Man Chung Francis.