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.

ASR LOGISTICS HOLDINGS LIMITED
瀚洋物流控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1803)

CLARIFICATION ON PROFIT WARNING ANNOUNCEMENT

References are made to the announcement of ASR Logistics Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 27 July 2015 in relation to the profit warning for the six months ended 30 June 2015 (the "**Profit Warning Announcement**") and the announcement of the Company dated 12 May 2015 in relation to the Memorandum of Understanding entered into between the Company and the Proposed Subscriber on 5 May 2015 in respect of, among others, the Possible Subscription ("**Possible Subscription Announcement**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those used in the Possible Subscription Announcement and the Profit Warning Announcement.

The Board would like to clarify that the expected loss for the six months ended 30 June 2015 as disclosed in the Profit Warning Announcement (the "**Profit Warning**") is regarded as a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the financial adviser and auditors or accountants in accordance with Rule 10 of the Takeovers Code, and their reports must be included in the next document sent to the shareholders of the Company under Rule 10.4 of the Takeovers Code.

Since the Profit Warning Announcement is required to be made pursuant to Rule 13.09 of the Listing Rule and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance, which require the Company to issue the Profit Warning Announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in the said Rule 10.4 of the Takeovers Code.

Save for the clarification stated in this announcement, all the information in the Profit Warning Announcement remains unchanged.

The Company would like to draw the attention of the shareholders and potential investors of the Company that the Profit Warning Announcement does not meet the standard required by Rule 10 of the Takeovers Code.

The reports on the Profit Warning as required under Rule 10 of the Takeovers Code will be contained in the next document to be sent by the Company to the shareholders of the Company if the Company has not yet made its interim results announcement for the six months ended 30 June 2015 at the time when such document is issued.

Shareholders and potential investors of the Company are advised to exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Possible Subscription and/or when dealing in the shares of the Company.

By order of the Board
ASR Logistics Holdings Limited
Hu Yebi
Chairman

Hong Kong, 28 July 2015

As at the date of this announcement, the executive Directors are Mr. Hu Yebi, Mr. Niu Zhongjie and Ms. Leung Pui Man and the independent non-executive Directors are Mr. Lok Lawrence Yuen Ming, Mr. Xin Luo Lin and Mr. Pan Lihui.

All Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquires, 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 contained in this announcement misleading.