珠光控股
ZHUGUANG HOLDINGS

ZHUGUANG HOLDINGS GROUP COMPANY LIMITED

珠光控股集團有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 1176)

PROFIT WARNING

This announcement is made by Zhuguang Holdings Group Company Limited ("**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 (Chapter 571 of the Laws of Hong Kong).

The board ("**Board**") of directors ("**Directors**") of the Company would like to inform the shareholders of the Company ("**Shareholders**") and the potential investors that, based on information currently available, the Group is expected to record (1) a decrease of not less than 95% in profit for the six months ended 30 June 2018 ("**Interim Period**"), as compared with that of approximately HK$103,923,000 for the six months ended 30 June 2017 ("**Corresponding Period**"); and (2) a loss attributable to the owners of the Company for the Interim Period, as compared with a profit attributable to the owners of the Company of approximately HK$93,491,000 for the Corresponding Period. The decrease in profit mentioned above is mainly attributable to the combined effects of (i) a one-off gain on the acquisition of a subsidiary of the Company made by the Group of approximately HK$112,609,000 in the Corresponding Period which was absent in the Interim Period; (ii) an increase in finance costs mainly due to the senior secured guaranteed notes in the aggregate principal amount of US$50,000,000 issued by the Company at the end of 2017 and an increase in other borrowings of the Group during the Interim Period (Corresponding Period: approximately HK$435,365,000); and (iii) an increase of not less than 40% in income tax expenses incurred by the Group during the Interim Period (Corresponding Period: approximately HK$152,010,000).

* *For identification purpose only*

The Company is still in the process of preparing its unaudited consolidated results for the Interim Period. The information contained in this announcement is only based on the Board's preliminary assessment of the unaudited consolidated management accounts of the Group for the Interim Period and information currently available to the Company, which have not been audited or reviewed by the auditors of the Company, or approved by the audit committee of the Company. Details of the Group's financial information and performance will be disclosed in the results announcement of the Company for the Interim Period which is expected to be published by the Company within the timeframe as stipulated under the Listing Rules.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

On behalf of the Board
Zhuguang Holdings Group Company Limited
Chu Hing Tsung
Chairman

Hong Kong, 21 August 2018

As at the date of this announcement, the Board comprises (i) six executive Directors, namely Mr. Chu Hing Tsung (alias Mr. Zhu Qing Yi) (Chairman), Mr. Liu Jie (Chief Executive Officer), Mr. Liao Tengjia (Deputy Chairman), Mr. Huang Jiajue (Deputy Chairman), Mr. Chu Muk Chi (alias Mr. Zhu La Yi) and Ms. Ye Lixia; and (ii) three independent non-executive Directors, namely Mr. Leung Wo Ping JP, Mr. Wong Chi Keung and Dr. Feng Ke.