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**Overseas Chinese Town (Asia) Holdings Limited**  
**華僑城(亞洲)控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 03366)**

**(Debt Stock Codes: 40303, 40356)**

**PROFIT WARNING**

This announcement is made by Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited and Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company wishes to inform the shareholders of the Company and potential investors that, based on a preliminary assessment of the unaudited consolidated management accounts of the Group and the information currently available to the Board, compared with the profit attributable to equity holders of the Company of approximately RMB63.8 million for the year ended 31 December 2020, the Group expects to record a loss attributable to equity holders of the Company of not more than RMB920 million for the year ended 31 December 2021.

Based on the information currently available, such decline is primarily attributable to, among other things, the significant decline in the results of certain of the Group’s associates due to macro-control measures on industry, and changes in the market environment of the real estate industry. In addition, the making of provision for impairment of equity interests over some of the Group’s associates with impairment indicators after prudent assessment and consideration increased the Group’s share of losses of associates and provision for impairment of equity interests in associate(s), resulting in a material impact on the Group’s expected results for the year ended 31 December 2021.

Based on assessment of the unaudited consolidated management accounts of the Group for the year ended 31 December 2021, the Board considers that the Group’s overall financial position is sound and healthy, with its finance costs being kept at a relatively low level. The impairment mentioned above will not have a material impact to the Group’s current business operation and cashflow as a whole.

As the Company is still in the process of preparing the financial results for the year ended 31 December 2021, the information contained in this announcement is only based on a preliminary assessment of the unaudited management accounts of the Group and information currently available. It is not based on any data or information being audited or reviewed by the auditors or audit committee of the Company.

Further information and other details of the Group's financial results for the year ended 31 December 2021 will be disclosed in the forthcoming annual results announcement of the Company, which is expected to be published at the end of March 2022.

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

By order of the Board  
**Overseas Chinese Town (Asia) Holdings Limited**  
**Zhang Dafan**  
*Chairman*

Hong Kong, 22 March 2022

*As at the date of this announcement, the Board comprises seven Directors, namely: Mr. Zhang Dafan, Ms. Xie Mei and Mr. Lin Kaihua as executive Directors; Mr. Wang Wenjin as non-executive Director; Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu as independent non-executive Directors.*