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KWAN ON HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8305)

PROFIT WARNING FOR THE YEAR ENDED 31 MARCH 2015

This announcement is made by Kwan On Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 (2)(a) of the Rules Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on information currently available to the Board, the Group is expected to record a decrease in profit and total comprehensive income for the year ended 31 March 2015 by approximately 20% as compared to the audited profit and total comprehensive income for the year ended 31 March 2014. As stated on page 35 in the prospectus of the Company dated 23 March 2015, the Company expects to experience a material adverse change in the financial results for the year ending 31 March 2015 which is attributable to the recognition of non-recurring listing expenses. Listing expenses recognised during the year ended 31 March 2015 amounted to approximately HK\$8.9 million, subject to adjustments upon further review.

The information contained in this announcement is only based on the preliminary assessment by the management of the Company of the unaudited consolidated management accounts of the Group for the year ended 31 March 2015 and is not based on any figure or information which has been audited or reviewed by the Company’s auditors and the audit committee of the Company and is subject to possible adjustments upon further review. The Company is in the process of finalising the audited consolidated results of the Group for the year ended 31 March 2015. Details of the Group’s financial information and performance will be disclosed when the Group’s audited consolidated results for the year ended 31 March 2015 are announced, which is expected to be by the end of June 2015.

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

By order of the Board
Kwan On Holdings Limited
Wong Yee Tung Tony
Managing Director

Hong Kong, 13 May 2015

As at the date of this announcement, the executive Directors are Mr. Wong Yee Tung Tony, Mr. Kwong Wing Kie and Mr. Chung Chi Ngong; and the independent non-executive Directors are Mr. Ho Ho Ming, Prof. Lam Sing Kwong Simon and Mr. Chan Chung Kik Lewis.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.