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ORIENT VICTORY CHINA HOLDINGS LIMITED

東勝中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors that based on a preliminary review of the unaudited consolidated management accounts of the Group for the Year and information currently available to the Board, the Group is expected to record a substantial loss as compared to a net profit recorded for the corresponding period of last year.

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

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

The board of directors of the Company (the “**Board**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that, based on a preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 December 2016 (the “**Year**”) and information currently available to the Board, the Group is expected to record a substantial loss for the Year as compared to a net profit recorded for the corresponding period of last year. The aforesaid loss is primarily attributable to (i) the share of the loss for the Year of an associate of the Group which is expected to record a significant asset impairment for the Year; and (ii) the increase in the amortised finance charge in connection with the interest free loans from a related party and a third party during the Year.

As the Company is still in the process of finalising the financial results of the Group for the Year, the information contained in this announcement is only a preliminary assessment by the Board based on the information currently available and the unaudited consolidated management accounts of the Group for the Year and is not based on any figures or information which has been audited or reviewed by the auditor or audit committee of the Board. Shareholders and potential investors are advised to refer to the Company’s annual results announcement for the Year carefully, which is expected to be published before the end of March 2017.

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

By order of the Board
Orient Victory China Holdings Limited
Ip Pui Sum
Company Secretary

Hong Kong, 24 February 2017

As at the date of this announcement, the Board of the Company comprises three executive Directors, being Mr. Shi Baodong, Mr. Wang Jianhua and Ms. Xu Yongmei, one non-executive Director, being Mr. Li Yankuan, and three independent non-executive Directors, being Mr. Dong Xiaojie, Mr. He Qi and Mr. Law Wang Chak, Waltery.