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CHEONG MING INVESTMENTS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1196)

PROFIT WARNING

This announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the SFO (Chapter 571 of the laws of Hong Kong). Capitalised terms used herein shall have the same meanings as defined in the joint announcement made by Cheong Ming Investments Limited and Manureen Holdings Limited on 3 April 2014 in relation to, among other things, the Asset Reorganisation and the Share Sale, unless otherwise specified.

Based on the preliminary review of the unaudited consolidated management accounts of the Company for the year ended 31 March 2014, the Board expects that the Group will record a net loss attributable to equity holders of the Company for the year ended 31 March 2014, as compared to the audited net profit attributable to equity holders of the Company of approximately HK\$17.8 million for the year ended 31 March 2013, while the operating results of the Group (without taking into account certain one-off expenses) for the year ended 31 March 2014 would remain stable, as compared with that for the year ended 31 March 2013 (the “**Profit Warning Statement**”). The said expected net loss was mainly attributable to (i) an impairment in value of the Fullpower Loan of approximately HK\$17.2 million; and (ii) write-off of certain property which has no real estate certificate, and plant and equipment of approximately HK\$7.5 million. The said consolidated management accounts are prepared by the management of the Company for the Board and have not been audited or otherwise reviewed by the auditor of the Company. The Company is still in the process of finalising the annual results for the year ended 31 March 2014 (the “**Annual Results**”) which is expected to be released on or about 19 June 2014. The information contained in this announcement is based on currently available information after a review of the Group’s management accounts by the management of the Company.

With the publication of the announcement of the Company dated 16 January 2014 in relation to, among other things, the possible sale by Harmony Link of all of its equity interest in the Company, the offer period has commenced since 16 January 2014. The Profit Warning Statement constitutes a profit forecast under Rule 10 of the Takeovers Code and requires to be reported on by the Company's auditor and financial adviser in compliance with Rule 10.4 of the Takeovers code. Meanwhile, this announcement is required to be made pursuant to Rule 13.09(2)(a) of the Listing Rules, which requires the Company to issue the profit warning announcement as soon as practicable. Due to the time constraint in issuing this announcement in compliance with the relevant rules and regulations, the Company has difficulty in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code for the purpose of this announcement. The reports from the Company's auditor and financial adviser on the Profit Warning Statement are normally required to be included in the Composite Offer Document to be sent to the Shareholders. However, such report will not be issued if the preliminary announcement of the audited Annual Results (the "**Annual Results Announcement**") is issued before the release of the Composite Offer Document. **The Company would like to draw the attention of the Shareholders and potential investors that the Profit Warning Statement does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors should exercise caution in placing reliance on the Profit Warning Statement in assessing the merits and demerits of the Offer.** It is presently expected that the Annual Results Announcement will be issued by the Company on or about 19 June 2014, prior to the release of the Composite Offer Document, which is intended to be despatched to Shareholders on or about 26 June 2014 as set out in the circular of the Company dated 26 May 2014 in relation to, among other things, the Asset Reorganisation. An extract of the auditor's report will be included in the Annual Results Announcement and the Composite Offer Document.

Warning: The Share Sale Completion is conditional on a number of conditions having been fulfilled and the Offer will only be made if the Share Sale Completion takes place. The Offer is a possibility only and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Cheong Ming Investments Limited
Lui Shing Ming, Brian
Chairman

Hong Kong, 5 June 2014

As at the date of this announcement, the executive Directors are Mr. Lui Shing Ming, Brian (Chairman), Mr. Lui Shing Cheong (Managing Director) and Mr. Lui Shing Chung, Victor; and the independent non-executive Directors are Dr. Lam Chun Kong, Mr. Lo Wing Man and Dr. Ng Lai Man, Carmen.

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