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GOLD-FINANCE HOLDINGS LIMITED

金誠控股有限公司

(formerly known as “Nga Chun Holdings Company Limited 雅駿控股有限公司”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1462)

PROFIT WARNING

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

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that, based on the preliminary review of the Group’s unaudited consolidated management accounts for the year ended 31 March 2016 (the “**Period**”), the Group expects that the amount of profit attributable to equity holders of the Company for the Period may decrease by approximately 50% as compared to that for the corresponding period in 2015. Such substantial decline is mainly attributable to (i) a lower gross profit margin of the Group as compared to the corresponding period in 2015 due to additional costs incurred on two one-off projects during the Period; and (ii) an increase in legal and professional fees of approximately HK\$2.9 million incurred in relation to the change of the Company’s controlling shareholder during the Period.

The Company is still in the process of finalising the final results of the Group for the Period. The final results announcement of the Company for the Period is expected to be released on 20 June 2016. The information contained in this announcement is based on the preliminary assessment by the management of the Company with reference to the unaudited consolidated management accounts of the Group for the Period, which have not been audited by the Company’s auditors.

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

By Order of the Board
Gold-Finance Holdings Limited
WEI Jie
Chairman and Chief Executive Officer

Hong Kong, 23 May 2016

As at the date of this announcement, the Board comprises Mr. Wei Jie, Ms. Xu Li Yun, Mr. Jiang Junwei and Ms. Fan Qi as executive directors; and Mr. Niu Zhongjie, Mr. Cheung Ying Kwan and Mr. Chen Zhao as independent non-executive directors.