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On Real International Holdings Limited

安悦國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock Code: 8245

PROFIT WARNING

The announcement is made by On Real International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 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 under the GEM 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 “**Directors**”) of the Company would like to inform the shareholders of the Company (the “**Shareholders**”) and the potential investors that based on information currently available to the Board, (i) the revenue of the Group is expected to drop substantially for the year ended 31 March 2016 as compared with the year ended 31 March 2015, and (ii) it is expected that the Group will record a consolidated net loss of the year ended 31 March 2016 as compared with a consolidated net profit for the year ended 31 March 2015 (together the “**Expected Changes**”).

The Expected Changes were mainly attributable to (i) the economic downturn and financial uncertainty in US and European markets which had material impact on sales of the Group’s product in such regions, (ii) the transition period for relocation of certain production facilities and equipments from the factory in Shenzhen to factory in Yunfu in the fourth quarter of the year ended 31 March 2016 which affected the production efficiency; (iii) the reformulation and change of sales strategy of the largest customer of the Group detailed in the announcement of the Company dated 8 January 2016 in relation to the business update and the profit warning announcement of the Company dated 22 January 2016.

The Company is still in the process of finalizing its audited financial results for the year ended 31 March 2016. The information contained in this announcement is only based on the preliminary assessment by the Company’s management which is based on the latest financial information available to the management. The above information may be subject to further adjustment based on further updated information, and following the completion of the audit by the Company’s auditors and the review of the Company’s audit committee. Shareholders and potential investors of the Company are advised to refer to the results announcement of the Company for the year ended 31 March 2016 which will be released by the end of June 2016.

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
On Real International Holdings Limited
Tam Wing Ki
Chairman and Executive Director

Hong Kong, 9 May 2016

As at the date of this announcement, the executive Directors are Mr. Tam Wing Ki and Mr. Tao Hong Ming, the non-executive Director is Mr. Chau Wai Hung, Andy and the independent non-executive Directors are Mr. Cheng Yuk Kin, Mr. Fan Chun Wah, Andrew and Mr. Wong Ching Wan.

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.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and be posted on the website of the Company at www.on-real.com.