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**China HealthCare Holdings Limited**  
**中國衛生控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 673)

**PROFIT WARNING**

This announcement is made by China HealthCare Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) pursuant to the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 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 preliminary review of the unaudited consolidated management accounts of the Group, it is expected that the Group will record a loss for the six months ended 30 September 2013 (the “Period”). For the year ended 31 March 2013, a gain arising from extinguishment of liability component of redeemable convertible cumulative preference shares of approximately HK\$239.6 million was recognised in the income statement. However, it is expected that there will be significant decrease in such gain recognised in the income statement for the Period.

The Company is still in the process of finalising the Group’s unaudited interim results for the Period. The information contained in this announcement is only based on the Company’s preliminary review of the unaudited consolidated management accounts of the Group. Detailed financial information of the Group for the Period will be published on 29 November 2013.

\* *for identification purposes only*

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  
**China HealthCare Holdings Limited**  
**Zhou Bao Yi**  
*Executive Director*

Hong Kong, 22 November 2013

*As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Jia Hong Sheng (Chairman), Dr. Li Zhong Yuan, Mr. Zhou Bao Yi and Mr. Chung Ho; and four independent non-executive Directors, namely, Mr. Mu Xiangming, Mr. Jiang Bo, Dr. Yan Shi Yun and Mr. Zhao Hua.*