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C&N Holdings Limited
春能控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8430)

PROFIT WARNING

This announcement is made by C&N Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) pursuant to Rule 17.10(2)(a) of the Rules Governing the Listing of Securities on 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 wishes to inform the shareholders of the Company and potential investors that, based on a preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 December 2017 and information currently available to the Board, the Group is expected to record a loss for the year ended 31 December 2017 as compared to the profit for the year ended 31 December 2016.

Based on information currently available to the Board, the expected loss for the year ended 31 December 2017 was mainly attributable to the combined effect of the recognition of the listing expenses of approximately S\$3,108,000 in connection with the listing of the shares of the Company on GEM and higher administrative expenses, in particular staff costs and compliance expenses incurred after the listing. Excluding the one-off listing expenses, the Group would have recorded a profit for the year ended 31 December 2017 which is lower than the profit for the year ended 31 December 2016 as a result of higher administrative expenses as mentioned above.

The Company is still in the process of finalising the consolidated results of the Group for the year ended 31 December 2017. The information contained in this announcement is only based on the Board’s preliminary assessment of the unaudited consolidated management accounts of the Group and the information currently available which have not been audited or reviewed by the auditors of the Company or the audit committee of the Company. The information contained in this announcement may be different from the final results of the Group to be published. Shareholders and potential investors are advised to read carefully the final results announcement of the Company for the year ended 31 December 2017 which is expected to be published on 21 March 2018.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares and securities of the Company.

By Order of the Board
C&N Holdings Limited
Chua Kang Lim
Chairman

Hong Kong, 16 March 2018

* *For identification purposes only*

As at the date of this announcement, the Board comprises Mr. Chua Kang Lim and Ms. Chua Sui Feng as executive Directors, and Mr. Dax Teo Tak Sin, Mr. Kwong Choong Kuen and Ms. Grace Choong Mai Foong as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its publication and on the Company’s website at www.cnlimited.com.