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ERNEST BOREL HOLDINGS LIMITED

依波路控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1856)

INSIDE INFORMATION ANNOUNCEMENT

PROFIT WARNING DUE TO LISTING EXPENSES

This announcement is made by Ernest Borel Holdings Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) and under Rule 13.09 of the Listing Rules.

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders and potential investors of the Company that, based on the Board’s preliminary review of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2014, it is expected that the profit of the Group for the six months ended 30 June 2014 would significantly decrease as compared to that of the corresponding period in 2013. This expected decrease was primarily attributable to the non-recurring expenses recognised during the six months ended 30 June 2014 in connection with the listing of the shares of the Company on the main board of The Stock Exchange of Hong Kong Limited.

As disclosed in the prospectus of the Company dated 30 June 2014, the listing expenses (excluding underwriting commissions) of HK\$15.9 million have been incurred and additional expenses of HK\$25.4 million will be incurred by listing, of which HK\$21.0 million will be charged to the consolidated statements of profit or loss and other comprehensive income of the Group. Of the HK\$21.0 million listing expenses, a substantial portion of such expenses is expected to be charged to the consolidated statements of profit or loss and other comprehensive income of the Group for the six months ended 30 June 2014.

* *for identification purpose only*

The information in this announcement is only based on the information currently available to the Company and the Board's preliminary review of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2014, which have not been audited or reviewed by the auditors of the Company. Further, the information in this announcement is not based on any figures or information reviewed or approved by the audit committee of the Board. The Company is still in the process of finalising the interim results of the Group for the six month ended 30 June 2014, which are subject to further adjustments. The Company expects to publish the announcement on the interim results of the Group for the six months ended 30 June 2014 in August 2014.

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 of
Ernest Borel Holdings Limited
Su Da
Chairman

Hong Kong, 1 August 2014

As at the date of this announcement, the directors of the Company are:

Executive directors: *Mr. Su Da, Mr. Wong Pong Chun James, Ms. Liu Libing*

Non-executive directors: *Mr. Chan Kwan Pak Gilbert and Mr. Pan Di*

Independent non-executive directors: *Mr. Zhang Huaqiao, Mr. Lo Chi Chiu and Mr. Cheung Kam Min Mickey*