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CHINA WANTIAN HOLDINGS LIMITED

中國萬天控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1854)

PROFIT WARNING

This announcement is made by China Wantian Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the 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 (the “**Shareholders**”) and potential investors that, based on a preliminary review of the unaudited consolidated management accounts of the Group for the eleven months ended 28 February 2023 and the unaudited operating and financial data available as at the date of this announcement, it is expected that the Group will record a net loss of approximately HK\$27 million for the year ending 31 March 2023 (the “**Current Year**”) as compared to a net loss of approximately HK\$11 million for the year ended 31 March 2022.

The Board considers that the expected increase in net loss for the Current Year was mainly attributable to (i) the increase in administrative and payroll expenses of approximately HK\$7 million incurred in relation to the establishment of the Group’s Greater Bay Area headquarters and as part of its business expansion in the Greater Bay Area; (ii) the increase in impairment losses of trade receivables of approximately HK\$3 million; and (iii) the recognition of the share-based payment expenses of approximately HK\$6 million arising from the share options granted under the share option scheme of the Company in the Current Year.

As the Group’s consolidated results for the Current Year have not yet been finalised, the information contained in this announcement is only based on the assessment by the Board by reference to the latest available financial information of the Group, which has not been audited or reviewed by the Group’s auditor or the audit committee of the Company and may be subject to adjustments. Therefore, the actual results of the Group for the Current Year may differ from the information contained in this announcement.

Shareholders and potential investors are advised to read carefully the annual results announcement of the Company for the Current Year, which is expected to be announced in June 2023.

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

By order of the Board
China Wantian Holdings Limited
Hooy Kok Wai
Chairman and Executive Director

Hong Kong, 29 March 2023

As at the date of this announcement, the Board comprises Dr. Hooy Kok Wai, Mr. Liu Chi Ching and Mr. Zhong Xueyong as executive Directors; and Ms. Lui Choi Yiu Angela, Mr. Leung Sui Chung and Mr. Siu Chun Pong Raymond as independent non-executive Directors.