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SINOFERT HOLDINGS LIMITED

中化化肥控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 297)

PROFIT WARNING

This announcement is made by Sinofert 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 (the “**Board**”) of the Company wishes to inform shareholders of the Company and potential investors that based on the information currently available to the Company, it is expected that there will be a notable decrease in the net profit of the Group for the six months ending 30 June 2013 as compared with that for the six months ended 30 June 2012. The decrease is mainly attributable to (i) the impact of global economic downturn and weather and climate extremes, which continuously intensified the supply and demand imbalances in the domestic and overseas fertilizer markets, leading to a decline in sales price of the products and an increase in pressure on gross profit margins; and (ii) the acceleration of the decline in the upstream phosphorous chemical market since the second quarter of 2013, leading to a deterioration in the performance of the phosphate fertilizer and phosphorous chemical businesses of the subsidiaries and investee companies of the Company.

Notwithstanding the impact of the above-mentioned factors, the Board is of the view that the Group has achieved steady progress in its strategic development, and the operational and financial position of the Group remains sound and stable.

The information contained in this announcement is only a preliminary assessment by the Board based on the consolidated management accounts of the Company currently available to it, which have not been reviewed by the Company’s auditors. Further details on the financial information of the Group will be disclosed in the interim results announcement of the Company to be published in August 2013.

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

For and on behalf of the Board
SINOFERT HOLDINGS LIMITED
Feng Zhi Bin
Executive Director and Chief Executive Officer

Hong Kong, 26 June 2013

As at the date of this announcement, the executive directors of the Company are Mr. Feng Zhi Bin (Chief Executive Officer) and Mr. Harry Yang; the non-executive directors of the Company are Mr. Liu De Shu (Chairman), Mr. Yang Lin, Dr. Stephen Francis Dowdle and Ms. Xiang Dandan; and the independent non-executive directors of the Company are Mr. Ko Ming Tung, Edward, Dr. Tang Tin Sek and Mr. Tse Hau Yin, Aloysius.

** For identification purposes only*