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21 Holdings Limited

21 控股有限公司*

(incorporated in Bermuda with limited liability)

(stock code: 1003)

PROFIT WARNING

The Board wishes to inform the Shareholders and potential investors that the audited results of the Group for the year ended 31 December 2010 are expected to record a substantial loss, principally due to the impairment loss on goodwill arising from acquisition of the equity interests in C21 Group in previous year and provision for judgment sum of HK\$44.5 million together with accrued interests pursuant to the judgment of the case of the Company by the Court of First Instance of the High Court.

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

This announcement is made by 21 Holdings Limited (the “Company”) pursuant to Rule 13.09 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 (the “Shareholders”) and potential investors that the audited results of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2010 are expected to record a substantial loss. The substantial loss is principally due to the impairment loss on goodwill arising from acquisition of the equity interests in Consecutive Profits Limited, Pacific Pointer Limited, Real Clever Profits Limited, Century 21 Hong Kong Limited and Century 21 Limited (collectively, “C21 Group”) in previous year and provision for judgment sum of HK\$44.5 million together with accrued interests pursuant to the judgment of the case of the Company by the Court of First Instance of the High Court (“the Judgment”). The details of the Judgment and actions to be taken by the Company are set out in the announcement of the Company dated 2 March 2011 and 16 March 2011, respectively.

The information in this announcement is based on the preliminary assessment by the management of the Company after reviewing and considering the unaudited management accounts of C21 Group and the Judgment. The audited consolidated results of the Group for the year ended 31 December 2010 have not been finalised and are subject to review by the auditors of the Company and thus the Board is not in a position to assess the exact financial implication at this stage. The annual results announcement of the Company is expected to be published on or before 31 March 2011.

** for identification purpose only*

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By Order of the Board
21 Holdings Limited
Ng Kai Man
Chairman

Hong Kong, 18 March 2011

As at the date of this announcement, the Board comprises Mr. Ng Kai Man (Chairman), Mr. Cheng Yuk Wo and Mr. Ha Kee Choy, Eugene as executive Directors and Mr. Chui Chi Yun, Robert, Mr. Lam Kwok Cheong and Mr. Lui Siu Tsuen, Richard as independent non-executive Directors.