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TIANLI HOLDINGS GROUP LIMITED

天利控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 117)

PROFIT WARNING

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

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that after a preliminary review by the Board on the Group’s unaudited consolidated management accounts for the year ended 31 December 2016 and, after discussion with the Company’s auditors, it is expected that the final results of the Group for the year ended 31 December 2016 (the “**Final Results**”) would record an increase in the loss by not less than 100% as compared to the same period last year mainly as a result of the impairment of the Group’s property, plant and equipment during the year under the MLCC segment, the reportable segment engaged in manufacture and sale of MLCC and trading of MLCC as defined in the Group’s 2016 Interim Report. Such impairment is mainly attributable to less than expected revenue growth and slightly reduced gross margin and corresponding adjustments to future forecast under the MLCC segment. It is to be noted that the Group’s consolidated operating results before such impairment is expected to improve as compared to the same period last year. The impairment constitutes a non-cash item and has no impact on the Group’s operating cash flow.

As the Company is still in the process of finalizing the Final Results, the information contained in this announcement is based on the management’s review on the management accounts of the Group with the preliminary data and current information available to the Board and has not been audited or confirmed by the Company’s auditors. The Final Results will be announced by the end of March 2017.

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

By Order of the Board
Tianli Holdings Group Limited
Huang Mingxiang
Executive Director, Chairman and CEO

Hong Kong, 10 March 2017

As at the date of this announcement, the Board comprises six Executive Directors, namely, Mr. Huang Mingxiang, Mr. Jing Wenping, Mr. Kwok Oi Lung Roy, Mr. Xue Hongjian, Mr. Zhou Chunhua and Mr. Zhu Xiaodong; one Non-executive Director, namely, Mr. Sue Ka Lok and four Independent Non-executive Directors, namely Mr. Chan Chi On, Derek, Mr. Chu Kin Wang, Peleus, Mr. To Yan Ming, Edmond and Mr. Xu Xuechuan.