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中油港燃能源集團控股有限公司

CHINA OIL GANGRAN ENERGY GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8132

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

The Board wishes to inform the Shareholders and potential investors of the Company that the Group is expected to record an increase in the consolidated net loss for the year ended 31 March 2015 as compared with the corresponding period in 2014.

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

This announcement is made by China Oil Gangran Energy Group Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, 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 of the Company that, based on the information currently available, the Group is expected to record an increase in the consolidated net loss for the year ended 31 March 2015 as compared with the corresponding period in 2014.

The Board would like to inform the shareholders and potential investors of the Company that based on information currently available: the increase in consolidated net loss was mainly attributable to (i) the decrease in the Group's turnover, being the decrease in sales of power and data cords, during the year ended 31 March 2015 was approximately HK\$78,627,000 (2014: HK\$128,258,000); (ii) the estimated amount of the increase in operating costs, being mainly legal and professional fee and consultation expenses, during the year ended 31 March 2015 was approximately HK\$99,884,000 (2014: HK\$28,959,000), including HK\$62,295,000, being the share-based payments incurred due to the grant of share options to consultants of the Group during the year ended 31 March 2015 (which is a non-cash flow item and will not have direct impact on the cash flow of the Group); and (iii) the estimated amount of the increase in finance costs, being the issuance of promissory notes and convertible bonds, during the year ended 31 March 2015 was approximately HK\$16,600,000 (2014: HK\$5,498,000).

The Company is still in the process of finalizing its financial results for the year ended 31 March 2015. The information contained in this announcement is only based on the preliminary assessment by the Company's management according to the consolidated financial statements of the Group for the year ended 31 March 2015. The above information may be subject to further adjustment based on further updated information, and following review by the Company's audit committee. Shareholders and potential investors of the Company are advised to read carefully the results announcement of the Company for the year ended 31 March 2015 which is expected to be published on 23 June 2015.

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
China Oil Gangran Energy Group Holdings Limited
Fok Joyce Sing Yan
Company Secretary

Hong Kong, 11 June 2015

As at the date of this announcement, the executive Directors are Mr. Zou Donghai, Mr. Zhang Xueming, Mr. Rong Changjun, Mr. Ho Chun Kit Gregory and Mr. Chan Lung Ming; and the independent non-executive Directors are Ms. Eugenia Yang, Mr. Ng Ka Chung and Mr. Lau Sung Tat, Vincent.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the websites of the Company at www.chinaoilgangran.com and <http://chinaoilgangran.todayir.com>.