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PEACE MAP HOLDING LIMITED

天下圖控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 402)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of Securities and Future Ordinance (Chapter 571, Laws of Hong Kong).

The Board wishes to inform the shareholders of the Company and potential investors that it is expected that the consolidated results of the Group for the nine months ended 31 December 2013 may record a significant loss.

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

This announcement is made by Peace Map Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) 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 in the Listing Rules) under Part XIVA of Securities and Future Ordinance (Chapter 571, Laws of Hong Kong).

The Board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that based on the preliminary review by the Company’s management on the unaudited management accounts of the Group, it is expected that the consolidated results of the Group may record a significant loss for the nine months ended 31 December 2013, mainly due to (i) the recognition of an impairment loss on the valuation of the mining rights of the coal mine operated by Tugrugnuuriin Energy LLC, an indirect wholly-owned subsidiary of the Company, in Tugrug Valley, Mongolia (the “**TNE Mine**”). The impairment loss will be subject to the results of valuation of the rights of the TNE Mine; (ii) the imputed interest expenses in respect of outstanding convertible notes; (iii) fair value loss on financial instruments; and (iv) loss on disposal of a subsidiary.

This profit warning is only based on the preliminary assessment by the Company’s management on the unaudited management accounts of the Group. The Company is in the process of preparing and finalizing the audited results of the Group for the nine months ended 31 December 2013, the announcement of which is expected to be published on or around 31 March 2014.

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

On behalf of the Board
Peace Map Holding Limited
ZHU Dong
Executive Director

Hong Kong, 17 March 2014

As at the date of this announcement, the executive directors are Mr. ZHU Dong (Acting Chairman), Mr. ZHANG Chuanjun, Mr. ZHANG Jack Jiyei and Mr. FENG Tao (Chief Financial Officer) and the independent non-executive directors are Mr. HUI Yat On, Mr. TAM Sun Wing and Mr. ZHANG Songlin.