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China Uptown Group Company Limited

中國上城集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock code: 2330)

PROFIT WARNING

This announcement is made by the Company pursuant Rule 13.09(1) of the Listing Rules.

The Board wishes to inform the shareholders and potential investors that the results of the Group for the six-month period ended 31 December 2009 are expected to decline significantly as compared with those for the financial year ended 30 June 2009. The loss is mainly attributable to the loss on disposal arising from certain investment projects in order to improve the overall liquidity of the Group.

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 China Uptown Group Company 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**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders and potential investors that the results of the Group for the six-month period ended 31 December 2009 are expected to decline significantly as compared with those for the year ended 30 June 2009. The loss is mainly attributable to the loss on disposal arising from certain investment projects in order to improve the overall liquidity of the Group.

The Company is still in the process of finalizing the Group’s results for the six-month period ended

31 December 2009. The information contained in this announcement is only based on a preliminary assessment by the management of the Company and is not based on any figures or information that has been audited or reviewed by the Company's auditors. Details of the financial information and performance of the Group will be disclosed as and when the results for the six-month period ended 31 December 2009 are announced.

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

By Order of the Board
China Uptown Group Company Limited
Law Kim Fai
Company Secretary

Hong Kong, 13 April 2010

As at the date of this announcement, the executive Directors are Mr. Chen Xian, Mr. Lau Sai Chung, Mr. Xiong Jianrui and Mr. Tsim Sze Hon; the non-executive Director is Ms. Xia Dan and the independent non-executive Directors are Mr. Poon Lai Yin, Michael, Mr. Chong Yiu Chik and Mr. Choi Kai Ming, Raymond.