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**FAIRSON HOLDINGS LIMITED**  
**鈺皓控股有限公司**  
*(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.

The Board wishes to inform the Shareholders and potential investors of the Company that the Group is expected to record a significant decrease in net profit of the unaudited half-year results for the six months ended 30 September 2011 as compared to those for the six months ended 30 September 2010.

**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 Fairson Holdings Limited (the “Company” and, 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”).

The board of directors (the “**Directors**”) of the Company (the “**Board**”) wishes to inform the shareholders (the “**Shareholders**”) and potential investors of the Company that it is expected that the Group will record a significant decrease in net profit of the unaudited half-year results for the six months ended 30 September 2011 as compared to those for the six months ended 30 September 2010.

The Board considers the decrease in net profit was mainly attributable to (i) the absence of an one-off fair value gain (which was partially offset by a goodwill impairment) recorded in the corresponding period of last financial year; (ii) the absence of management service fee income from Sun Fair Electric Wire & Cable Industrial Co., Limited, which became a member of the Group in May 2010, recorded in the corresponding period of last financial year; (iii) increasing market competition; and (iv) the increased administrative expenses in relation to the listing of the shares of the Company.

As the Company is still in the process of finalising the half-year results, the information contained in this announcement is only based on the preliminary assessment by the Company’s management according to the unaudited consolidated management accounts of the Group for the six months ended 30 September 2011. The unaudited half-year results of the Group for the six months ended 30 September 2011 is expected to be published on 8 November 2011.

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

On behalf of the Board  
**Yeung Tin Hung**  
*Chairman*

Hong Kong, 1 November 2011

*As at the date of this announcement, the executive Directors of the Company are Mr. Yeung Tin Hung, Mr. Yeung Shing Wai, Mr. Zhou Yu Hui, Mr. Chen Tian Gang; the non-executive Director is Mr. Wong Chi Yung and the independent non-executive Directors are Mr. Li Hin Lung, Mr. Chua Hoon Chong and Mr. Chan Kai Wo.*

*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 website of the Company at <http://www.sunfairw.com.hk>.*