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TRULY[®]

TRULY INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00732)

PROFIT WARNING

The Board wishes to inform Shareholders and potential investors that, based on the information currently available to the Company, it is expected that the consolidated profit attributable to owners of the Company for the 3 months ended 31 March 2017 may significantly decrease by around 70% as compared to the consolidated profit attributable to owners of the Company for the 3 months ended 31 March 2016.

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 Truly International Holdings Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 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) of Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board of directors of the Company (the “**Board**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the information currently available to the Company, it is expected that the consolidated profit attributable to owners of the Company for the 3 months ended 31 March 2017 may significantly decrease by around 70% as compared to the consolidated profit of approximately HK\$223 million attributable to owners of the Company for the 3 months ended 31 March 2016.

The Board believes that the expected decrease in the consolidated profit attributable to owners of the Company for the 3 months ended 31 March 2017 was primarily attributable to the following reason:

1. **SIGNIFICANT INCREASE IN SHARE OF LOSS FROM ASSOCIATES** – the share of loss from associates for the 3 months ended 31 March 2017 by the Group has been significantly increased in amount by around HK\$150 million when compared with same period last year because the major associate, Truly (Huizhou) Smart Display Limited (信利(惠州)智能顯示有限公司), of the Group incurred significant operating loss by its first year of production since last quarter of 2016 and the major associate was still under construction same period last year.

The Company is in the process of finalising the consolidated financial results of the Group for the 3 months ended 31 March 2017. The information contained in this announcement represents only a preliminary assessment by the Company of the information currently available to the Company.

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
Truly International Holdings Limited
Lam Wai Wah
Chairman

Hong Kong, 23 May 2017

As at the date of this announcement, the Board comprises Mr. Lam Wai Wah, Mr. Wong Pong Chun, James, and Mr. Cheung Tat Sang as executive directors, Mr. Li Jian Hua as a non-executive director and Mr. Chung Kam Kwong, Mr. Ip Cho Ting, Spencer and Mr. Heung Kai Sing as independent non-executive directors.