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俊山五菱汽車集團有限公司*
Dragon Hill Wuling Automobile Holdings Ltd.
(Incorporated in Bermuda with limited liability) (Stock Code 股份代號 : 305)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that the audited results of the Group for the year ended 31 December 2009 will be affected by the fair value adjustments of the derivative financial instrument embedded with the outstanding Convertible Notes of the Company. It is expected that: (i) a reduction in the audited net profit of the Group; and (ii) an audited loss attributable to the equity holders of the Company, for the year ended 31 December 2009 will be reported as compared to the respective audited results reported for the financial year ended 31 December 2008.

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

This announcement is made by Dragon Hill Wuling Automobile Holdings Limited (the “Company”, 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”).

The board of directors (the “Board”) of the Company wishes to inform the shareholders of the Company and potential investors that the audited results of the Group for the year ended 31 December 2009 will be affected by the fair value adjustments of the derivative financial instrument embedded with the outstanding convertible notes of the Company (the “Convertible Notes”). It is expected that: (i) a reduction in the audited net profit of the Group; and (ii) an audited loss attributable to the equity holders of the Company, for the year ended 31 December 2009 will be reported as compared to the respective audited results reported for the financial year ended 31 December 2008.

Based on information currently available, the Board wishes to further inform that the reduction in the audited net profit and the audited loss attributable to the equity holders of the Company for the year ended 31 December 2009 was primarily attributable to the loss derived from the increase in the fair value of the derivative financial instrument embedded with the outstanding Convertible Notes. The Board also considers that as the loss derived from such increase in the fair value is a non-cash item, it will not have any impact on the operating cash flows of the Group.

The annual results of the Group for the year ended 31 December 2009 have not yet been finalized as at the date of this announcement. The Company expects to announce the Group's annual results for the year ended 31 December 2009 on 26 April 2010.

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

On behalf of the Board
Lee Shing
Vice-chairman and Chief Executive Officer

Hong Kong, 19 April 2010

As at the date of this announcement, the Board comprises Mr. Sun Shaoli (Chairman), Mr. Lee Shing (Vice-chairman and Chief Executive Officer), Mr. Wei Hongwen, Mr. Zhong Xianhua, Ms. Liu Yaling and Mr. Zhou Sheji as executive Directors and Mr. Yu Xiumin, Mr. Zuo Duofu and Mr. Ye Xiang as independent non-executive Directors.

** For identification purpose only*