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SRE GROUP LIMITED
上置集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 1207)

PROFIT WARNING

This announcement is made pursuant to Rule 13.09 of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform shareholders of and potential investors in the Company that, based on the Group's unaudited consolidated management accounts for the six months ended 30 June 2013, the Group expects to record a significant decrease in the unaudited consolidated net profit as compared to the corresponding period in 2012.

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

The board of directors (the "**Board**") of SRE Group Limited (the "**Company**") together with its subsidiaries, (the "**Group**") makes this announcement 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 Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) (the "**SFO**").

The Board wishes to inform shareholders of and potential investors in the Company that, based on the Group's unaudited consolidated management accounts for the six months ended 30 June 2013, the Group expects to record a significant decrease in the unaudited consolidated net profit as compared to the corresponding period in 2012. Based on the information currently available to the Board, the expected decline in the unaudited consolidated net profit was mainly attributable to the substantial decline in other gains which for the first half of 2012 were mainly derived from the disposal of the Shanghai Rich gate Shopping Mall and to a lesser extent attributable to the decline in turnover.

As the Company is in the process of finalizing the unaudited consolidated financial results of the Group for the six months ended 30 June 2013, the information in this announcement is based on a preliminary assessment by the Company's management according to the unaudited consolidated management accounts of the Group for the period ended 30 June 2013 which has neither been confirmed nor reviewed by the Company's auditors or audit committee. Details of the reviewed financial information of the Group shall be disclosed in the Company's interim results announcement for the period ended 30 June 2013 and 2013 Interim Report to be published in due course.

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 of Directors of
SRE GROUP LIMITED
Yu Hai Sheng
Chairman

Hong Kong, 16 August 2013

As at the date hereof, the Board comprises six executive directors, namely Mr. Yu Hai Sheng, Mr. Jiang Xu Dong, Mr. Wang Zi Xiong, Mr. Shi Jian, Mr. Zhang Hongfei and Mr. Shi Lizhou; two non-executive directors, namely Mr. Cheung Wing Yui and Mr. Jin Bing Rong; and four independent non-executive directors, namely Mr. Jiang Xie Fu, Mr. Zhuo Fumin, Mr. Yuan Pu and Mr. Chan, Charles Sheung Wai.

** For identification purpose only*