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HONG KONG RESOURCES HOLDINGS COMPANY LIMITED

香港資源控股有限公司

*(Incorporated in Bermuda with limited liability and carrying
on business in Hong Kong as HKRH China Limited)*

(Stock Code: 2882)

PROFIT WARNING

This announcement is made by Hong Kong Resources Holdings Company 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 “**Directors**”) of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and the potential investors that, based on the unaudited consolidated management accounts of the Group for the six months ended 31 December 2012, the Group is expected to record a loss for the six months ended 31 December 2012 as compared with a profit for the last financial period of six months ended 31 December 2011. The loss of the Group for the six months ended 31 December 2012 was primarily attributable to worsening of the market conditions and business environment in the Mainland China during the period and reorganisation of the business and closure of the loss making self-operated stores in the Mainland China, which resulted in an increase in associated expenses.

The Group remains optimistic about the long term development of the economy in the Mainland China and will continue to focus its resources in capturing this expanding market. The management has also undertaken cost control measures, as well as, hedging policy on the Group’s future gold positions which shall reduce the financial impact on gross profit margin, and accordingly, expects the result of the Group to improve.

The Company is still in the process of finalizing the interim results of the Group for the six months ended 31 December 2012. Information contained in this announcement is only based on the Board's preliminary review of the unaudited consolidated management accounts of the Group for the six months ended 31 December 2012. It is scheduled that the interim results of the Group for the six months ended 31 December 2012 will be announced on 28 February 2013.

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

By order of the Board of
Hong Kong Resources Holdings Company Limited
Dr. Wong, Kennedy Ying Ho, BBS, J.P.
Chairman

Hong Kong, 8 February 2013

As at the date of this announcement, the Board comprises Dr. Wong, Kennedy Ying Ho, BBS, J.P., Mr. Lam Kwok Hing, Wilfred, J.P., Ms. Wong Wing Yan, Ella and Mr. Cheung Pak To, Patrick, BBS as executive directors, Dr. Hui Ho Ming, Herbert, J.P. as non-executive director and Mr. Fan, Anthony Ren Da, Ms. Estella Yi Kum Ng and Mr. Wong Kam Wing as independent non-executive directors.