

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



滙力集團
HUILI GROUP

HUILI RESOURCES (GROUP) LIMITED

滙力資源（集團）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1303)

(1) PROFIT WARNING

AND

(2) UPDATE ON THE ACQUISITION OF SHAANXI JIARUN

(1) PROFIT WARNING

This announcement is made by Huili Resources (Group) Limited (“the Company” and together with its subsidiaries (the “Group”) pursuant to inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited.

The board of directors (the “Board”) wishes to inform shareholders of the Company and potential investors that based on preliminary review of the unaudited management accounts of the Group, it is expected the Group will record a loss for the period ended 30 June 2013 (the “Period”) as compared to the corresponding period in 2012 as a result of sluggish market condition during the Period. During the six months ended 30 June 2012, the Group recorded net profit of approximately RMB6.5 million which was mainly attributable to the gains on the early settlement of dividend payable to previous equity holders of Hami Jiatai of approximately RMB17.7 million.

The Company is still in the process of finalising the Group’s results for the Period. The information contained in this announcement is only based on the Company’s preliminary review of the unaudited management accounts of the Group, which have not been audited or reviewed by the Company’s auditors. The unaudited results for the Period will be published in August 2013.

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

(2) UPDATE ON THE ACQUISITION OF SHAANXI JIARUN

References are made to the prospectus of the Company dated 29 December 2011 (the “Prospectus”) and the announcement of the Company dated 31 December 2012, 18 January 2013 and 28 March 2013 in relation to, among other things, the acquisition of the entire equity interests in Shaanxi Jiarun. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

As there is no significant progress of mining permit application and additional time is required for the fulfillment of the remaining conditions precedent, on 28 June 2013, the parties to the Shaanxi Jiarun Acquisition Agreement have entered into a supplemental agreement to further extend the long stop date from 30 June 2013 to 30 September 2013. The Board will update the shareholders of the Company and potential investors if and when material progress is made or where required by the Listing Rules.

As there is no assurance relating to the acquisition of the entire equity interests in Shaanxi Jiarun, 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
Huili Resources (Group) Limited
WANG Dayong
Chairman

Hong Kong, 28 June 2013

As of the date of this announcement, the executive directors are Mr. WANG Dayong, Mr. LU Qi, Mr. ZHAO Guangsheng, Mr. WU Guangsheng, Mr. ZHAO Bochen, Mr. MA Boping and Mr. SUN Zhong, and the independent non-executive directors are Mr. CAO Shiping, Mr. CAO Kuangyu and Mr. SIN Lik Man.