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HKC (HOLDINGS) LIMITED

香港建設(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 190)

(website: www.hkcholdings.com)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(2) of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform the shareholders of the Company and potential investors that the Group is expected to record an unaudited consolidated loss for the six months ended 30 June 2013 as compared to an unaudited consolidated net profit for the six months ended 30 June 2012. This change is mainly attributable to the fact that in the corresponding six months ended 30 June 2012, the Group recorded a gain on disposal of subsidiaries (net of tax), amounted to HK\$127.7 million, which is one-off in nature.

Shareholders of the Company and potential investors are advised to exercise due caution in dealing in the shares of the Company. If in doubt, they should consult their own professional advisers.

This announcement is made by HKC (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) 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 of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that the Group is expected to record an unaudited consolidated loss for the six months ended 30 June 2013 as compared to an unaudited consolidated net profit for the six months ended 30 June 2012. This change is mainly attributable to the fact that in the corresponding six months ended 30 June 2012, the Group recorded a gain on disposal of subsidiaries (net of tax), amounted to HK\$127.7 million, which is one-off in nature.

The information as contained in this profit warning announcement is only based on the unaudited consolidated management accounts of the Group for the six months ended 30 June 2013 and the information currently available to the Board, which is subject to the review by the Company's auditors. Shareholders of the Company and potential investors are advised to read carefully the interim results announcement of the Company for the six months ended 30 June 2013 which is expected to be published by the end of August 2013.

SHAREHOLDERS OF THE COMPANY AND POTENTIAL INVESTORS ARE ADVISED TO EXERCISE DUE CAUTION IN DEALING IN THE SHARES OF THE COMPANY. IF IN DOUBT, THEY SHOULD CONSULT THEIR OWN PROFESSIONAL ADVISERS.

By order of the Board
HKC (HOLDINGS) LIMITED
CHANG Li Hsien, Leslie
Executive Director and Chief Executive Officer

Hong Kong, 1 August 2013

As at the date of this announcement, the Board comprises nine directors, of which two are executive directors, namely, Mr. OEI Kang, Eric and Mr. CHANG Li Hsien, Leslie; three are non-executive directors, namely, Mr. OEI Tjie Goan, Ms. YEN Teresa and Mr. WAN Ming Sun; four are independent non-executive directors, namely, Mr. FAN Yan Hok, Philip, Mr. CHUNG Cho Yee, Mico, Mr. CHENG Yuk Wo and Mr. Albert Thomas DA ROSA, Junior.

* *For identification purposes only*