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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**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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 2013, the Group is expected to record an increase in the net loss for the six months ended 31 December 2013 as compared with the corresponding period in 2012. The loss of the Group for the six months ended 31 December 2013 was primarily attributable to worsening of the business conditions and the downturn in the economic growth in the Mainland China during the period that resulted in decline in gross profit.

Reference is made to the joint announcement by the Company and Luk Fook Holdings (International) Limited (“**Luk Fook Holdings**”) dated 28 January 2014. On 28 January 2014, the Company, Luk Fook 3D Management Company Limited (“**Luk Fook**”) and China Gold Silver Group Company Limited (“**CGS**”), a wholly-owned subsidiary of the Company, entered into an agreement pursuant to which, among other things, the Company agreed to sell 1,667 ordinary shares of US\$1.00 each in the issued share capital of CGS (which represent 50% of the issued share capital of CGS as at 28 January 2014), to Luk Fook, upon and subject to the terms and conditions thereof. Since Luk Fook Holdings is one of the leading jewellery retailers in Hong Kong and the PRC, the Directors believe that the expertise of Luk Fook Holdings will benefit the Company and CGS in developing the brand name of “3D-Gold” in the long run. Accordingly, the Directors expect the result of the Group will improve in the future.

The Company is still in the process of finalizing the interim results of the Group for the six months ended 31 December 2013. 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 2013. It is scheduled that the interim results of the Group for the six months ended 31 December 2013 will be announced on 28 February 2014.

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, 14 February 2014

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.