

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company 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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.



HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

LISTING OF 2013 WARRANTS ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Number of 2013 Warrants: 102,177,347

Subscription Price: HK\$0.20, subject to normal capital adjustments

Stock Code of 2013 Warrants: 134

Reference is made to the announcement of the Company dated 24 April 2009 and the circular of the Company dated 15 May 2009 (the “**Circular**”) in relation to the Bonus Warrants Issue. Unless the context otherwise requires or specifically defined herein, capitalized terms used in this announcement shall have the same meaning as defined in the Circular.

Reference is also made to the ordinary resolution passed at the Extraordinary General Meeting of the Company held on 3 June 2009 at which the Bonus Warrants Issue was approved by the Shareholders.

Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the 2013 Warrants to be issued as mentioned in the Circular including such number of New Shares which may be issued upon exercise of the subscription rights attaching to the 2013 Warrants. Dealings in the 2013 Warrants on the main board of the Stock Exchange are expected to commence at 9:30 a.m. on Wednesday, 10 June 2009. Subject to the compliance with the stock admission requirements of HKSCC, the 2013 Warrants will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the 2013 Warrants on the Stock Exchange or such other date as determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The Bonus Warrants Issue comprises 102,177,347 units of 2013 Warrants to be issued to the Qualifying Shareholders whose names appeared on the Register of Members on the Record Date, on the basis of one 2013 Warrant for every five Shares held on the Record Date.

The 2013 Warrants will be issued in registered form and each 2013 Warrant will entitle its holder to subscribe in cash for one New Share at the initial subscription price of HK\$0.20 per New Share, subject to normal capital adjustments, upon exercise of the subscription right attaching to each 2013 Warrant (the “**Subscription Right(s)**”) at any time during the period commencing from the date of issue of the 2013 Warrants (currently expected to be on or about Monday, 8 June 2009) and expiring on Friday, 31 May 2013 (both dates inclusive) (the “**Subscription Period**”).

The Subscription Rights attaching to the 2013 Warrants may be exercised during the Subscription Period. Any Subscription Rights which have not been exercised during the Subscription Period will lapse and the relevant 2013 Warrant certificates will cease to be valid for any purpose.

Each 2013 Warrant certificate will contain a subscription form. In order to exercise in whole or in part of the Subscription Rights, a holder of 2013 Warrant(s) must complete and sign the subscription form (which shall, once signed and completed, be irrevocable) and deliver the 2013 Warrant certificate (and, if the subscription form used is not the form endorsed on the 2013 Warrant certificate, the separate subscription form) together with a remittance of the relevant exercise moneys (the “**Exercise Moneys**”) (or in case of partial exercise, the relevant portion of the Exercise Moneys) for the New Shares in respect of which the Subscription Rights are being exercised to the Branch Share Registrar or such other place as may be notified to the holders of the 2013 Warrants from time to time designated as the registrar and transfer office of the Company in Hong Kong in relation to the 2013 Warrants.

No fraction of a New Share will be allotted but any balance representing fractions of the Exercise Moneys paid on exercise of the Subscription Rights will be refunded by the Company to the relevant holder of 2013 Warrants. If the Subscription Rights comprised in one or more 2013 Warrant certificates are exercised on same day by the same holder of 2013 Warrants then, for the purpose of determining whether any (and if so what) fraction of a Share arises, the Subscription Rights represented by such 2013 Warrant certificates will be aggregated.

Certificates for the 2013 Warrants (together with the subscription forms) are expected to be despatched on or about Monday, 8 June 2009 at the risk of the Qualifying Shareholders entitled thereto to their respective addresses shown on the Register of Members.

The 2013 Warrants will be traded in board lots of 40,000 units of 2013 Warrants. The English and Chinese short names of 2013 Warrants are “HOP HING W1305” and “合興集團一三零五” respectively. The stock code of the 2013 Warrants is 134.

A copy of the Circular is available to the public for information only at Units E & F, 2/F., Hop Hing Building, 9 Ping Tong Street East, Tong Yan San Tsuen, Yuen Long, New Territories during normal business hours for a period of 14 days from the date of this announcement.

By Order of the Board

Hop Hing Group Holdings Limited

Wong Kwok Ying

Executive Director and Company Secretary

Hong Kong, 5 June 2009

As at the date hereof, the executive directors of the Company are Mr. Wong Kwok Ying and Ms. Lam Fung Ming, Tammy. The non-executive directors of the Company are Mr. Hung Hak Hip, Peter, Ms. Hung Chiu Yee and Mr. Lee Pak Wing. The independent non-executive directors of the Company are Dr. Wong Yu Hong, Philip, GBS, Mr. Sze Tsai To, Robert, Mr. Cheung Wing Yui, Edward, Mr. Seto Gin Chung, John and Hon. Shek Lai Him, Abraham, SBS, JP.