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HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

PROFIT WARNING ANNOUNCEMENT

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

The Board wishes to inform shareholders of and potential investors in the Company that, based on the Group's unaudited consolidated management accounts for the six months ended 30 June 2013, the Group expects to record a significant decrease in the consolidated profit attributable to the shareholders of the Company as compared to the corresponding period in 2012.

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

The board of directors (the "**Board**") of Hop Hing Group Holdings Limited (the "**Company**") together with its subsidiaries, (the "**Group**") makes this announcement 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 Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) (the "**SFO**").

The Board wishes to inform shareholders of and potential investors in the Company that, based on the Group's unaudited consolidated management accounts for the six months ended 30 June 2013, the Group expects to record a significant decrease in the consolidated profit attributable to the shareholders of the Company as compared to the corresponding period in 2012. Based on the information currently available to the Board, the expected decline in the consolidated profit attributable to the shareholders of the Company was mainly attributable to:

1. The loss on disposal of Oleo Chartering Inc., a wholly-owned subsidiary of the Company whose subsidiaries engage in edible oils and fats businesses, which was approved by the independent shareholders of the Company in an extraordinary general meeting on 6 June 2013 and completed on 28 June 2013 and the details of which were set out in the Company's circular dated 20 May 2013;

2. Provision to be made for the probable settlement amount relating to the protective tax assessments issued by the Hong Kong Inland Revenue Department to certain jointly-controlled entities and subsidiaries of the Group, and
3. The sales performance of the quick service restaurant (“QSR”) business of the Group has been impacted by the weakened consumption sentiment due to the sluggish Chinese economy, the avian influenza and the adverse weather in Northern China.

The Board considers that the loss on disposal of the Group’s edible oil business and the tax provision to be made are one-off items. While the challenges that the Company had in the first half of this year may continuously impact the Group’s performance in short term, the management of the Company remains positive on the medium to long term prospect of the QSR business in China brought about by the fast pace of urbanization in China. Notwithstanding the impact of the above-mentioned factors, the Board is of the view that the Group’s overall financial position remains healthy.

As the Company is in the process of finalizing the unaudited consolidated financial results of the Group for the six months ended 30 June 2013, the information in this announcement is based on a preliminary assessment by the Company’s management according to the unaudited consolidated management accounts of the Group for the period ended 30 June 2013 which has neither been confirmed nor reviewed by the Company’s auditors or audit committee. Details of the reviewed financial information of the Group shall be disclosed in the Company’s interim results announcement for the period ended 30 June 2013 and 2013 Interim Report to be published in due course.

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
Hop Hing Group Holdings Limited
Wong Kwok Ying
Executive Director and Company Secretary

Hong Kong, 9 August 2013

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