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Tomson Group

RIVERA (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 281)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board wishes to inform Shareholders and potential investors that the Group is expected to record a substantial decline in its consolidated profit after tax for the year ended 31st December, 2011 as compared with that for the corresponding period in 2010.

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

This announcement is made by Rivera (Holdings) Limited (the “**Company**”, and when together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that the Group is expected to record a substantial decline in its consolidated profit after tax for the year ended 31st December, 2011 as compared with that for the corresponding period in 2010.

The expected decline in the results of the Group for the year under review was mainly attributable to an unrealized loss on change in fair value of securities investment held by the Group owing to fluctuation of the global financial market, which should be recorded in the consolidated financial statements of the Group for the year ended 31st December, 2011 according to the accounting standards adopted by the Group. In addition, there was a reduction of dividend received from the securities investment held by the Group during the year under review.

Nevertheless, the Group has a strong net cash position with no bank borrowing and the Board believes that the financial position of the Group remains solid.

As the Company is still in the process of finalizing the annual results of the Group for the year ended 31st December, 2011, the information contained in this announcement is only based on a preliminary assessment by the Company with reference to the information currently available and the consolidated management accounts of the Group, which have neither been confirmed nor audited by the Company's auditor. Details of the audited consolidated annual results of the Group for the year ended 31st December, 2011 are expected to be announced by the Company in late March 2012.

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

By Order of the Board of
RIVERA (HOLDINGS) LIMITED
Ding Lei
Chairman and Executive Director

Hong Kong, 24th February, 2012

As at the date of this announcement, the Board comprises five executive directors who are Mr Ding Lei (Chairman), Madam Hsu Feng, Mr Tong Albert, Mr Gu Yiwei and Madam Xu Mei; one non-executive director who is Mr Sung Tze-Chun; and three independent non-executive directors who are Mr Liang Jung-chi, Mr Zhang Hong Bin and Mr Sit Hing Kwok.