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Hengxing Gold Holding Company Limited

恒興黃金控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 2303)

Profit Warning

This announcement is made by Hengxing Gold Holding Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the preliminary review of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2014, it is expected that the Group would continue to record a consolidated loss of the Group for the six months ended 30 June 2014, which would increase by approximately RMB 18 million as compared to that of the corresponding period in 2013. The consolidated loss of the Group for the six months ended 30 June 2013 was approximately RMB 20 million. The increase in loss is mainly due to (a) material costs incurred by the trial production of Gold Mountain Mine (as defined in the prospectus dated 19 May 2014 of the Company) commencing from the end of 2013 as compared to no production in the first half of 2013, (b) stripping cost is recorded as production cost for the six months ended 30 June 2014 while it was capitalized during the corresponding period of 2013 as a result of different accounting treatment on stripping cost during development phase of the mine and during production phase of the mine, respectively, according to *HK (IFRIC) Interpretation 20 of Hong Kong Financial Reporting Standards*, and (c) professional expenses associated with the initial public offering which was completed during May 2014.

The information in this announcement is only based on the information currently available to the Company and the Company’s preliminary review of the unaudited consolidated management

accounts of the Group for the six months ended 30 June 2014, and is not based on any figures or information reviewed by the Company's auditors or the audit committee of the Company. The Company is still preparing and finalizing its consolidated accounts for the six months ended 30 June 2014 to be reviewed by the Company's auditors and the audit committee of the Company and expects to publish the interim result announcement on the interim results of the Group for the six months ended 30 June 2014 before 31 August 2014.

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

By order of the Board
Hengxing Gold Holding Company Limited
KE Xiping
Chairman

Xiamen, the PRC, 8 August 2014

As at the date of this announcement, the executive directors of the Company are Mr. KE Xiping, Mr. CHEN, David Yu and Mr. Albert Fook Lau HO, and the independent non-executive directors of the Company are Ms. WONG, Yan Ki Angel, Mr. XIAO Wei and Dr. Tim SUN.