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田生集團有限公司

RICHFIELD GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 183)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(2)(a) of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

Reference is made to the First Profit Warning Announcement and the Board would like to inform the Shareholders that a further update on the latest management accounts shows that the Group is likely to record a significant loss for the year ended 30 June 2013 as compared to the profit for the year ended 30 June 2012.

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

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

The board of directors of the Company (the “**Board**”) refers to the announcement (the “**First Profit Warning Announcement**”) of the Company dated 1 August 2013. A further update on the latest management accounts shows the Group is likely to record a significant loss for the year ended 30 June 2013 and the loss was attributable to a probable recognition of impairment on the goodwill arising on acquisition of the property assembly and brokerage business (the “**Goodwill**”), although, at the operating level of the Group, there was a profit for the year ended 30 June 2013 before recognition of the impairment on the Goodwill. The turnover and result performance of the Group for the year ended 30 June 2013 was adversely affected by the sluggish property market transactions for the property assembly and brokerage business sector in Hong Kong.

In the First Profit Warning Announcement, the expectation of a loss for the year ended 30 June 2013 was made based on a preliminary assessment by the management of the management accounts of the Group before reviewed by the Company's auditors and the determination by the management of treatment of the Goodwill. Subsequent to the First Profit Warning Announcement and after making some necessary accounting adjustments in the latest management accounts, the management advised that the Group recorded a profit at operating level before the recognition of the impairment on the Goodwill, rather than a loss as mentioned in the First Profit Warning Announcement.

The Company is still in the process of finalising the results of the Group for the year ended 30 June 2013. The information contained in this announcement is based on the latest consolidated management accounts of the Group for the year ended 30 June 2013 after the management has completed its appraisal of the extent of the impairment on the Goodwill, and such management accounts are still subject to audit.

Shareholders of the Company and potential investors are advised to exercise caution in dealing in the shares of the Company. The audited results of the Company for the year ended 30 June 2013 will be released in due course.

By order of the Board
LEE WING YIN
Executive Director

Hong Kong, 12 September 2013

As at the date of this announcement, the Company's executive director are Mr. Lee Wing Yin and Mr. Ngan Man Ho, Murphy, the Company's non-executive director is Mr. Lai Hin Wing, Henry and the Company's independent non-executive directors are Mr. Koo Fook Sun, Louis, Ms. Yeung Wing Yan, Wendy and Mr. Lung Hung Cheuk respectively.