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**Sanmenxia Tianyuan Aluminum Company Limited\***

**三門峽天元鋁業股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 8253)**

**DELAY IN THE PUBLICATION OF RESULTS FOR THE YEAR ENDED  
31 DECEMBER 2013 AND THE DESPATCH OF 2013 ANNUAL REPORT;  
WINDING-UP PETITION;  
CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE;  
AND  
UPDATE OF THE STATUS OF THE RESUMPTION PROPOSAL**

**DELAY IN THE PUBLICATION OF RESULTS FOR THE YEAR ENDED 31 DECEMBER 2013  
AND THE DESPATCH OF 2013 ANNUAL REPORT**

As at the date of this announcement, the results of Sanmenxia Tianyuan Aluminum Company Limited\* (the “**Company**”) for (i) the years ended 31 December 2011 and 2012; (ii) the three months ended 31 March 2012 and 2013; (iii) the six months ended 30 June 2012 and 2013; and (iv) the nine months ended 30 September 2012 and 2013, have not been published, and the annual, quarterly and interim reports (as the case maybe) for the aforesaid periods have not been despatched (the “**Outstanding Publications**”).

With reference to the announcement of the Company dated 12 March 2014, the appointment of SHINEWING (HK) CPA Limited as international auditors of the Company was approved by the shareholders of the Company (the “**Shareholders**”) at the extraordinary general meeting held on 12 March 2014. The Company, together with SHINEWING (HK) CPA Limited, has been working diligently to complete the Outstanding Publications as soon as practicable.

As a result of the Outstanding Publications, the publication of results for the year ended 31 December 2013 and the despatch of the 2013 annual report of the Company have also been delayed.

**WINDING-UP PETITION**

Pursuant to Rules 9.17, 17.10 and 17.27(1)(b) of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), and inside information provisions under Part XIVA of the Securities

and Futures Ordinance (Cap. 571, Laws of Hong Kong), the Company announces that a winding-up petition dated 20 March 2014 (the “**Winding-up Petition**”) has made by 寧波大榭開發區海達商貿有限公司 (the “**Petitioner**”) to the High Court of Hong Kong (the “**High Court**”) against the Company. The Winding-up Petition relates to an alleged aggregate sum of approximately RMB7.07 million due to the Petitioner by the Company. The Winding-up Petition will be heard at the High Court of Hong Kong on 28 May 2014.

The Company has been seeking legal advice on the Winding-up Petition. Further announcement relating to the Winding-up Petition will be made by the Company as and when appropriate.

## **CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Company announces that Mr. Yao Yan Ping (“**Mr. Yao**”) has tendered his resignation as the company secretary and the authorised representative of the Company for the purpose of Rule 5.24 of the GEM Listing Rules with effect from 30 April 2014. The Company would like to thank Mr. Yao for his contributions to the Company during his tenure of office.

The Company further announces that Ms. Ng Ching Mei (“**Ms. Ng**”) has been appointed as the company secretary and the authorised representative of the Company for the purpose of Rule 5.24 of the GEM Listing Rules with effect from 30 April 2014. Biographic particulars of Ms. Ng are as follows:

Ms. Ng holds a Bachelor Degree of Business Administration in Accounting and Finance from the University of Hong Kong and is a member of the Hong Kong Institute of Certified Public Accountants. She has extensive experience in auditing, finance and accounting gained from multinational corporations and an international accounting firm.

The Board would like to welcome Ms. Ng to join the Company.

## **UPDATE OF THE STATUS OF THE RESUMPTION PROPOSAL**

Reference is made to the announcements of the Company dated 29 October 2013 and 18 November 2013 respectively in relation to, among other things, the Stock Exchange’s proposal to cancel the listing of the Company.

The Company is pleased to inform the Shareholders that a resumption proposal has been submitted to the Stock Exchange as requested by the Stock Exchange’s letter dated 25 October 2013. The Company will endeavour to seek for the resumption of the trading of the H shares of the Company on the Stock Exchange. Further announcement regarding the resumption proposal will be made by the Company as and when appropriate.

Shareholders of the Company who have any queries about the implications of the Stock Exchange's proposal to cancel the Company's listing are advised to obtain appropriate professional advice.

By Order of the Board  
**Sanmenxia Tianyuan Aluminum Company Limited\***  
**Li Zhi Yuan**  
*Chairman*

Henan Province, the PRC, 30 April 2014

As of the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. Li Zhi Yuan (*Chairman*)  
Mr. Xiao Chong Xin  
Mr. Chen Hong Qing

*Non-executive Directors:*

Mr. Yan Li Qi  
Mr. Ma Yong Zheng  
Mr. Jin Ming Jie

*Independent Non-executive Directors:*

Ms. Fan Feng Juan  
Mr. Liang Da Zhan  
Mr. Liu Li Bun

*This announcement, for which the directors of the Company (the "Directors") collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purposes of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page on the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and on the Company's website at [www.styal.com.cn](http://www.styal.com.cn).*

\* For identification purpose only.