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**PNG Resources**  
**PNG Resources Holdings Limited**  
**PNG 資源控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 221)**

**APPOINTMENT OF DIRECTOR**  
**AND**  
**CHANGE OF COMPANY SECRETARY**

The Board announces that with effect from 21 February 2013:

- (a) Ms. To Yuk Fung has been appointed as an executive Director and the deputy chairman of the Company;
- (b) Ms. Mak Yuen Ming, Anita resigned as the Company Secretary; and
- (c) Mr. Cheung Chin Wa, Angus has been appointed as the Company Secretary.

**APPOINTMENT OF DIRECTOR**

The board of directors (the “**Board**” or the “**Directors**”) of PNG Resources Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) announces that Ms. To Yuk Fung (“**Ms. To**”) has been appointed as an executive Director and the deputy chairman of the Company with effect from 21 February 2013.

The detailed biography of Ms. To is as follows:

**Ms. To Yuk Fung**, aged 40, is the chairman of I-Sky Group (Holdings) Limited which has diversified businesses encompassing global resources development, property development, interior design, decoration, furniture manufacturing, medical, medical beauty, jewellery and entertainment. Ms. To has in-depth business experience particularly in global resources investment and has developed extensive business connection in Papua New Guinea (“**PNG**”) in recent years. She has investment not only in the People’s Republic of China and Hong Kong but also in PNG. After her appointment, Ms. To will primarily be responsible for providing strategic direction to the Group and will focus on the Group’s business development in PNG. She is an executive director of Hong Kong New Territories General

Chamber of Commerce, a chairman of Hong Kong New Territories Commercial and Industrial General Association in Yuen Long, the honorable president of Junior Chamber International Ocean Hong Kong, the honorary president of New Territories Association of Societies, a director of Pok Oi Hospital, the vice-chairman of New Territories Chairman of Society Fraternal Association, and the patron of the Hong Kong Red Cross Elderly Volunteer District Committee (West New Territories). Ms. To received the Medal of Honor Cambodia – “Gold Medal for National Construction” from the Royal Government of Cambodia in 2011 and the 2008 Asia-Pacific the most Creative Chinese Entrepreneurial Leaders jointly presented by Asia-Pacific Chinese Entrepreneur Leaders Association (APCE), Asia-Pacific Culture & Fortune News and Asia-Pacific Culture & Fortune Forum.

Ms. To did not hold any directorship or take any major appointment in any listed public company in the past three years preceding the date of this announcement.

Ms. To has entered into a service agreement with the Company and is entitled to an annual remuneration of HK\$1.2 million and bonus and share option at the discretion of the Board by reference to the Company’s performance, her duties and responsibilities with the Group and market benchmarks. Ms. To does not have any fixed term of service with the Company but will hold office only until the forthcoming annual general meeting of the Company and will then be eligible for re-election, and thereafter she will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company.

As at the date of this announcement, save as (a) being interested in 56,704,000 shares in the Company (representing approximately 0.74% of the issued share capital of the Company); (b) being interested in 49% of the issued share capital of Skywalker Global Resources Company Limited (“**Skywalker**”), a non wholly-owned subsidiary of the Company; and (c) being a director of Skywalker, Ms. To (i) does not have any relationship with any other director, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company; and (ii) is not deemed to have and does not have any interest in the shares, underlying shares or debenture of the Company and/or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Save as disclosed above, there are no other matters relating to the appointment of Ms. To that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## **CHANGE OF COMPANY SECRETARY**

The Board further announces that Ms. Mak Yuen Ming, Anita (“**Ms. Mak**”) resigned as the company secretary of the Company (the “**Company Secretary**”) with effect from 21 February 2013 and Mr. Cheung Chin Wa, Angus (“**Mr. Cheung**”) has been appointed as the Company Secretary with effect from 21 February 2013.

Mr. Cheung is an associate member of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators. He holds a master degree of professional accounting, a master degree of corporate governance, a bachelor degree of laws and a bachelor degree of arts in translation. Prior to joining the Group, Mr. Cheung held company secretary or senior company secretarial positions in certain Hong Kong listed companies.

The Board expresses its sincere gratitude to Ms. Mak for her valuable contribution to the Group during her tenure of office and extends its welcome to Ms. To and Mr. Cheung for their appointments.

By Order of the Board  
**PNG Resources Holdings Limited**  
**PNG 資源控股有限公司**  
**Chan Chun Hong, Thomas**  
*Chairman and Managing Director*

Hong Kong, 21 February 2013

*As at the date of this announcement, the executive Directors are Mr. Chan Chun Hong, Thomas, Ms. To Yuk Fung, Mr. Cheung Wai Kai and Mr. Wong Yiu Hung, Gary and the independent non-executive Directors are Mr. Sin Ka Man, Mr. Yuen Kam Ho, George and Mr. Cheung Sau Wah, Joseph.*