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Ding He Mining Holdings Limited

鼎和礦業控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 705)

CHANGE OF AUDITOR

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

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that on 1 February 2018, Baker Tilly Hong Kong Limited (“**Baker Tilly**”) resigned as auditor of the Company and its subsidiary incorporated in Hong Kong, namely Golden Elegant Limited, as the Company and Baker Tilly could not reach an agreement on the audit fee for the year ended 31 December 2017. With effect from 2 February 2018, the Board has resolved to appoint ZHONGHUI ANDA CPA Limited as the auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company.

Save as the matters disclosed in the basis of disclaimer opinions and qualifications by Baker Tilly in their auditor’s report as set out in the Company’s 2016 annual report, Baker Tilly has confirmed there are no matters that need to be brought to the attention of the holders of securities of the Company.

The Board would like to take this opportunity to thank Baker Tilly for their professional services and support to the Group in the past years.

By Order of the Board
Ding He Mining Holdings Limited
Du Jian Jun
Chairman and Executive Director

Hong Kong, 2 February 2018

As at the date of this announcement, the executive Directors are Mr. Du Jian Jun, Ms. Lu Sufang, Mr. Leung Wai Kwan, Mr. Yin Shibo, Mr. Fan Weipeng and Mr. Chen Liang, and the independent non-executive Directors are Ms. Wong Chi Yan, Mr. Chan Wai Kit and Mr. Yuan Guangming.