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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)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE
DIRECTORS AND MEMBERS OF AUDIT COMMITTEE,
REMUNERATION COMMITTEE
AND NOMINATION COMMITTEE**

The board of directors (the “**Board**”) of Sanmenxia Tianyuan Aluminum Company Limited (the “**Company**”) announces that with effect from 20 November 2012, Mr. Zhu Xiao Ping (“**Mr. Zhu**”) and Mr. Song Quan Qi (“**Mr. Song**”) have resigned as independent non-executive directors and members of each of the audit committee, remuneration committee and nomination committee of the Company due to their intention to concentrate on their own business.

Mr. Zhu and Mr. Song have confirmed that they have no disagreement between themselves and with the Board and there is no matter relating to their resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Following the resignation of Mr. Zhu and Mr. Song, the number of independent non-executive directors falls below the minimum number of independent non-executive directors required under Rule 15.05(1) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (“**GEM Listing Rules**”). The Board will appoint appropriate persons to fill the vacancies as soon as possible within three months from 20 November 2012 pursuant to Rule 5.06 of the GEM Listing Rules. Further announcement will be made by the Company in relation to such appointment as and when appropriate.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhu and Mr. Song for their valuable contributions to the Company during their tenure of office.

By order of the Board

Sanmenxia Tianyuan Aluminum Company Limited*

Li Zhi Yuan

Chairman

Henan Province, the PRC, 21 November 2012

* *For identification purpose only*

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Tan Yu Zhong

Mr. Zhao Zheng Bin

Non-executive Directors:

Mr. Li Zhi Yuan (*Chairman*)

Mr. Yan Li Qi

Mr. Ma Yong Zheng

Independent Non-executive Director:

Mr. Chan Nap Tuck

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 for at least 7 days from the day of its posting and on the Company’s website at www.styal.com.cn.