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DEJIN RESOURCES GROUP COMPANY LIMITED

德金資源集團有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 1163)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board of directors (the “**Board**”) of Dejin Resources Group Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) hereby announces that the Company offered to grant share options (the “**Share Options**”) under its share option scheme adopted on 20 May 2011 to chief executive and employees and independent consultant of the Group (the “**Grantee(s)**”) which, subject to the acceptance of the Share Options by the Grantees, will enable the Grantees to subscribe for an aggregate of 14,625,000 ordinary shares of HK\$0.01 each (the “**Share(s)**”) in the share capital of the Company. Details of such offer of the Share Options are set out below:

| | | |
|--|---|---|
| Date of grant | : | 28 March 2014 |
| Exercise price of the Share Options offered (the “Exercise Price”) | : | HK\$0.318 per Share, which represents the highest of (i) the closing price of the Share on the date of grant; (ii) the average closing price of the Share for 5 trading days immediately preceding the date of grant; and (iii) the nominal value of the Shares |
| Number of the Share Options granted | : | 14,625,000 |

Closing price of the Share on the date of grant : HK\$0.30 per Share

Validity period of the Share Option : 28 March 2014 to 27 March 2024 (both days inclusive)

Consideration for the grant : HK\$1.00 to be paid by each Grantee upon acceptance of the Share Options granted

Each Share Option shall entitle the holder thereof to subscribe for one ordinary Share upon exercise of such Share Option at the Exercise Price.

Of the total of 14,625,000 Share Options offered, 4,000,000 Share Options were granted to the chief executive of the Company as follows:

| Name of the Grantee | Position | Number of Share Options offered |
|----------------------------|-------------------------|--|
| Mr. Tang Hao | Chief Executive Officer | 4,000,000 |

As at the date of this announcement, Mr. Tang Hao does not hold any Share of the Company. The total number of Shares issued and to be issued upon exercise of the Share Options granted to Mr. Tang (including exercised, cancelled and outstanding Share Options) in any 12-month period does not exceed 1 per cent of the Shares of the Company in issue.

Pursuant to the Listing Rules and the terms of the share option scheme, on 28 March 2014, the grant of the Share Options to Mr. Tang was considered and approved by all the four Independent Non-Executive Directors of the Company.

Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company, or an associate of any of them.

By order of the Board
Dejin Resources Group Company Limited
Cheung Wai Yin, Wilson
Chairman

Hong Kong, 28 March 2014

As at the date of this announcement, the Board comprises seven executive Directors, namely, Mr. Cheung Wai Yin, Wilson, Mr. Tian Lidong, Mr. Chan Ka Wing, Mr. Tsai Wallen, Mr. Mow Tai Loy, Mr. Lau Chi Yan, Pierre and Mr. Zhao Zhibin; and four independent non-executive Directors, namely, Mr. Fu Wing Kwok, Ewing, Ms. Pang Yuen Shan, Christina, Ms. Yeung Mo Sheung, Ann and Mr. Ma Ning.