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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)

**ANNOUNCEMENT:
CAUTION ON FORGED CERTIFICATES OF
CONVERTIBLE NOTES**

The Company is aware of some forged certificates of Convertible Notes held by the Alleged Holders.

The forged certificates of the Convertible Notes: (i) do not conform in full with the format and contents of a valid certificate of the Convertible Note issued by the Company, (ii) do not bear the signatures from any two of Mr. Cheung Wai Yin, Wilson, Mr. Lau Chi Yan and Mr. Chan Ka Wing; and (iii) are not affixed with the official common seal of the Company (as the seal affixed on the forged certificates is different from the official common seal of the Company).

Potential investor and/or securities firm is reminded to exercise caution when dealing in the Convertible Notes. If there is any doubt as to the validity and authenticity of the Convertible Notes held, you are advised to consult professional adviser and/or to contact the company secretary of the Company, Ms. Li Xiaohong, at telephone number: (852) 2984 0888 direct.

The Company wishes to announce that it has recently received various enquiries from persons (the “**Alleged Holders**”) inquiring the status of the proposed alteration of the terms of the convertible notes (the “**Convertible Notes**”) issued by the Company due 2013, as announced by the Company dated 24 October 2013, 4 November 2013 and 6 March 2014, and the authenticity of the Convertible Notes held by them. These Alleged Holders all claim themselves to be the holders of the Convertible Notes as they possess the original of the certificates of the Convertible Notes under the name of the Company. Upon perusing the documents presented by the Alleged Holders, the Company discovered that their certificates of Convertible Notes are forged.

Forged Certificates of Convertible Notes

Potential investor and/or securities firm should note that the Convertible Notes are unlisted securities and, unlike the issued shares of the Company, are not freely tradeable in the market. All valid certificates of the Convertible Notes are issued with two signatures out of three from that of Mr. Cheung Wai Yin, Wilson, Mr. Lau Chi Yan, Pierre and Mr. Chan Ka Wing and with the common seal of the Company affixed thereon. The forged certificates of the Convertible Notes: (i) do not conform in full with the format and contents of a valid certificate of the Convertible Note issued by the Company, (ii) do not bear the signatures from any two of Mr. Cheung Wai Yin, Wilson, Mr. Lau Chi Yan and Mr. Chan Ka Wing; and (iii) are not affixed with the official common seal of the Company (as the seal affixed on the forged certificates is different from the official common seal of the Company).

The Company has never executed any certificates of the Convertible Notes to any person other than the holders of the Convertible Notes whose names were registered therein the register of holders of Convertible Notes maintained by the Company. The Company will not recognize any holders of the Convertible Notes other than those registered therein the Company’s register of holders of Convertible Notes and hereby disclaim any liabilities whatsoever towards any persons who claim to be but are not the registered holders of the Convertible Notes.

The Company wishes to make it crystal clear that the Company has never appointed or authorized any person, company or firm whatsoever as its agent to sell or issue the Convertible Notes, has never involved in any investment scheme or Capital Investment Entrant Scheme or invited any persons to acquire the Convertible Notes for investment or other purpose, and has never represented that there is any return from the Convertible Notes.

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

Hong Kong, 1 April 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.