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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)**

**SUPPLEMENTAL ANNOUNCEMENT TO CIRCULAR OF  
THE COMPANY DATED 22 AUGUST 2014**

Reference is made to the announcements (the “Announcements”) of Dejin Resources Group Company Limited (the “Company”) dated 11 August 2014, 20 August 2014 and 22 August 2014 in relation to, among other things, the requisition of a shareholder (the “Requisition”), the forged certificates of convertible notes (the “Forged Certificates”) and the circular in relation to the Requisition (the “Circular”) issued by the Company. Unless otherwise stated, terms used herein shall have the meanings as those ascribed to them in the Announcements.

On 20 August 2014, the Company received three resembling letters signed by Mow Tai Loy, Tian Lidong and Zhao Zhibin respectively from an anonymous sender showing their consent to act as directors of the Company and the brief biographical details of their own.

The biographical details of Mow Tai Loy, Tian Lidong and Zhao Zhibin as stated in the said letters are reproduced as follow, on which the Company is unable to verify as to their truthfulness and accuracy as at the date hereof:

**Mow Tai Loy**

*“Mr. Mow Tai Loy (“Mr. Mow”), aged 46, has over 18 years of experience in the manufacturing industry, financial management, accounting, corporate finance and business development. He had worked in key accounting, manufacturing management and business development positions in companies listed on the main board of The Stock Exchange of Hong Kong Limited. He obtained a Master Degree in Business from University of Newcastle, Australia. From 14 December 2012 till 10 June 2014, he was an executive director of the Company.*

*Mr. Mow has not entered into any service agreement with the Company but will be subject to retirement by rotation at the general meetings of the Company in accordance with the Bye-laws of the Company. His annual remuneration may be determined or approved at a subsequent general meeting of the Company. Save as disclosed above, he does not hold any other major appointments or qualifications, and has not held any position or directorship in any other listed companies during the last three years. Save as disclosed above, Mr. Mow does not have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does he have any relationship with any 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 (“Listing Rules”)) of the Company, and he does not hold any position with the Company or other members of the Group. There is no information regarding Mr. Mow that need to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.”*

## **Tian Lidong**

*“Mr. Tian Lidong (“Mr. Tian”), aged 50, graduated from 邯鄲大學 (Handan University), and completed Senior Management Program in Tsinghua University. He is the founder and president of 河北省東信實業有限公司 (Hebei Province Dongxin Industrial Co., Ltd.) and has over 25 years of experience in corporate management. Mr. Tian currently serves as the member of 11th Hebei Provincial People’s Congress (第十一屆河北省人大代表). He is also a committee member of Hebei Province Federation of Industry and Commerce (河北省工商業聯合會). From 18 April 2012 till 5 June 2014, he was an executive director of the Company. He is holding 7,500,000 shares in the issued share capital of the Company.*

*Mr. Tian has not entered into any service agreement with the Company but will be subject to retirement by rotation at the general meetings of the Company in accordance with the Bye-laws of the Company. His annual remuneration may be determined or approved at a subsequent general meeting of the Company. Save as disclosed above, he does not hold any other major appointments or qualifications, and has not held any position or directorship in any other listed companies during the last three years. Save as disclosed above, Mr. Tian does not have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does he have any relationship with any 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 (“Listing Rules”)) of the Company, and he does not hold any position with the Company or other members of the Group. There is no information regarding Mr. Tian that need to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.”*

## **Zhao Zhibin**

*“Mr. Zhao Zhibin (“Mr. Zhao”), aged 59, completed professional finance program in 邯鄲職工大學 (Handan Staff and Workers University). Mr. Zhao has over 21 years of experience in the banking industry. Prior to his appointment, Mr. Zhao has held senior positions in Industrial and Commercial Bank of China in Handan, Hebei Province. From 14 December 2012 till 5 June 2014, he was an executive director of the Company.*

*Mr. Zhao has not entered into any service agreement with the Company but will be subject to retirement by rotation at the general meetings of the Company in accordance with the Bye-laws of the Company. His annual remuneration may be determined or approved at a subsequent general meeting of the Company. Save as disclosed above, he does not hold any other major appointments or qualifications, and has not held any position or directorship in any other listed companies during the last three years. Save as disclosed above, Mr. Zhao does not have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does he have any relationship with any 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 (“Listing Rules”)) of the Company, and he does not hold any position with the Company or other members of the Group. There is no information regarding Mr. Zhao that need to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.”*

They all claimed themselves as eligible, fit and proper person to be the directors of the Company, while the Board has significant reservation on this saying.

The Company would like to strongly emphasize and alert the shareholders of the Company of the following facts:

## **MOW TAI LOY**

Mow Tai Loy was removed as executive director of the Company at the special general meeting held on 10 June 2014. According to the record of the Company, he seldom attend the regular board meetings and participate in the Company’s daily operations. During the year ended 31 December 2013, he only attended 1 out of 11 regular board meetings. As disclosed in the announcement of the Company dated 20 August 2014, Mow Tai Loy is also suspected to be relevant to the Forged Certificates. These Forged Certificates all bear his sole signature. The Company has reported the matter to the Commercial Crime Bureau of Hong Kong. As such, the Board has serious doubt on whether he is an eligible, fit and proper person to be the director of the Company.

## **TIAN LIDONG AND ZHAO ZHIBIN**

Tian Lidong and Zhao Zhibin were voted down as executive directors of the Company at the annual general meeting held on 5 June 2014.

According to the record of the Company, Tian Lidong and Zhao Zhibin both seldom attend the regular board meetings and participate in the Company's daily operations. During the year ended 31 December 2013, Tian Lidong and Zhao Zhibin only attended 2 out of 11 regular board meetings. Further, Zhao Zhibin did not attend special general meeting and annual general meeting held during the year. Again, the Company considers that they could not satisfactorily discharge their duties as directors of the Company and has significant reservation on their saying that they are eligible, fit and proper person to be the directors of the Company.

In light of the above matters, the Board would call for a nomination committee meeting and ask Mow Tai Loy, Tian Lidong and Zhao Zhibin (the "Nominated Directors") to attend the meeting for the nomination committee members to verify their qualifications and certificates provided in their consent letters. Further, the nomination committee members would question these Nominated Directors how they can demonstrate themselves that they are qualified as eligible, fit and proper person to be the directors of the Company.

Please refer to the circular of the Company dated 22 August 2014 in relation to the Requisition for the recommendations on voting in respect of the resolutions numbered (i) to (x) contained in the notice of the SGM to be proposed at the SGM.

## **SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 16 May 2014. Trading in the Shares will remain suspended until further notice.

By order of the Board  
**Dejin Resources Group Company Limited**  
**Cheung Wai Yin, Wilson**  
*Executive Director*

Hong Kong, 26 August 2014

*As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Cheung Wai Yin, Wilson, Mr. Chan Ka Wing, Mr. Tsai Wallen, Mr. Yang Zhihua and Mr. Lau Chi Yan, Pierre; 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.*