

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

The board (the “**Board**”) of directors of Dejin Resources Group Company Limited (the “**Company**”) noted that a statement (the “**Statement**”) was published in Apple Daily on 18 September 2014 under the names of Ocean Top Investment Limited and six other persons, alleging that, among other things, the convertible notes held by them were acquired from the market without involvement of forgery, and that the incident is alleged to be caused by the internal administrative problem of the Company.

Reference is made to the announcements of the Company dated 1 April 2014, 11 June 2014 and 20 August 2014 (the “**Announcements**”) in relation to the discovery by the Company of the forged Convertible Notes certificates, the litigation (the “**Litigation**”) initiated by Ocean Top Investments Limited (“**Ocean Top**”, which the Board believes should be the same “Ocean Top Investment Limited” named in the Statement) against the Company for an order of, among other things, issue of a certificate by the Company to Ocean Top for the Convertible Notes in the outstanding principal amount of HK\$55,000,000, and the reporting of the forged Convertible Notes to the Commercial Crime Bureau of Hong Kong Police Force. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Board wishes to emphasize that the forged Convertible Notes certificates all bear the similar characteristics as having been disclosed in the Announcements, i.e. they bear a single signature of Mow Tai Loy instead of two Directors as required, they are not in the approved format and they are not sealed with the official common seal of the Company. Shareholders and investors are encouraged to refer to the Announcements for details. The Company has recently provided further information to the Commercial Crime Bureau to facilitate their investigation.

The Company categorically denies that the issue of the forged Convertible Notes certificate is caused by the internal administrative problem of the Company. The Board has never authorised any director for the issue of the subject forged Convertible Notes. The official common seal of the Company has at all times been safely kept by the chairman of the Board and has never been used to affix the forged Convertible Notes.

Finally, the Company wishes to make it crystal clear that, as at the date of this announcement:

- (i) Ocean Top only holds **HK\$2,000,000** Convertible Notes according to the register of holder of the Convertible Notes maintained by the Company;
- (ii) none of 段鐘暢, 尹慶雙, 陳子穩, 李鴻珍, 杜煜慧 and 王國章 are the registered Convertible Noteholders of the Company; and
- (iii) save as disclosed in (i) above, all certificates of the Convertible Notes bearing the names of Ocean Top, 段鐘暢, 尹慶雙, 陳子穩, 李鴻珍, 杜煜慧 and 王國章 are all forged and not issued by the Company; and
- (iv) the Company does not and will not recognise any liabilities whatsoever towards any persons who claim to be but not the registered holders of the Convertible Notes.

Meanwhile, Shareholders and investors are advised to exercise caution when dealing in the Convertible Notes and are advised to consult professional adviser and/or to contact the executive Director of the Company, Mr. Calvin Chan, at telephone number (852) 2984 0888 direct.

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

Hong Kong, 22 September 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. Lau Chi Yan, Pierre and Mr. Yang Zhihua; 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.