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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)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHANGE OF MEMBER OF AUDIT COMMITTEE,
REMUNERATION COMMITTEE
AND
NOMINATION COMMITTEE**

The Board announces that it has:

1. accepted the resignation of Ms. Pang Yuen Shan, Christina as an independent non-executive Director with effect from 31 December 2014. Accordingly, Ms. Pang Yuen Shan, Christina will also cease to be a member of the Audit Committee, the Chairman of both the Remuneration Committee and the Nomination Committee upon her resignation as an independent non-executive Director; and
2. resolved to appoint Mr. Fu Wing Kwok, Ewing as the Chairman of both the Remuneration Committee and the Nomination Committee with effect from 31 December 2014.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, A MEMBER OF
AUDIT COMMITTEE AND THE CHAIRMAN OF BOTH OF THE REMUNERATION
COMMITTEE AND NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Dejin Resources Group Company Limited (the “**Company**”) announces that it has accepted the resignation of Ms. Pang Yuen Shan, Christina (“**Ms. Pang**”) as an independent non-executive Director of the Company with effect from 31 December 2014 as Ms. Pang would like to devote more time to her other personal commitments.

Accordingly, Ms. Pang will also cease to be a member of the audit committee of the Company (the “**Audit Committee**”), the Chairman of the Remuneration Committee of the Company (the “**Remuneration Committee**”) and the Chairman of the Nomination Committee of the Company (the “**Nomination Committee**”) upon her resignation as an independent non-executive Director. Ms. Pang has confirmed that she has no disagreement with the Board, and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company.

The Board wishes to express its appreciation for Ms. Pang’s contribution during her term of appointment.

CHANGE OF MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board further announces that Mr. Fu Wing Kwok, Ewing, an existing independent non-executive director and the Chairman of the Audit Committee of the Company, has been appointed in place of Ms. Pang as the Chairman of both the Remuneration Committee and the Nomination Committee of the Company with effect from 31 December 2014.

By order of the Board
Dejin Resources Group Company Limited
Chan Ka Wing
Executive Director

Hong Kong, 31 December 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 three independent non-executive Directors, namely, Mr. Ma Ning, Ms. Yeung Mo Sheung, Ann and Mr. Fu Wing Kwok, Ewing.