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BEL GLOBAL RESOURCES HOLDINGS LIMITED

百營環球資源控股有限公司

(incorporated in Bermuda with limited liability)

(stock code: 761)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of Bel Global Resources Holdings Limited (the “**Company**”) will be held at 3/F, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Friday, 10 July 2015 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

- (1) **THAT** the maximum number of directors (the “**Directors**”) of the Company be and is hereby set at six (6);
- (2) **THAT**
 - (a) Mr. Cai Dubing be and is hereby removed as non-executive Director;
 - (b) Mr. Napachorn Sirisinha be and is hereby appointed as non-executive Director to fill the vacancy created by the removal of Mr. Cai Dubing as Director;
- (3) **THAT**
 - (a) Mr. Li Wing Tak be and is hereby removed as executive Director;
 - (b) Mr. Fung Kwok Leung be and is hereby appointed as executive Director to fill the vacancy created by the removal of Mr. Li Wing Tak as Director;

(4) **THAT**

- (a) Dr. Chang Soo-kong be and is hereby removed as independent non-executive Director;
- (b) Mr. Ho Kim Ching be and is hereby appointed as independent non-executive Director to fill the vacancy created by the removal of Dr. Chang Soo-kong as Director;

(5) **THAT**

- (a) Mr. Ho Wai Chi, Paul be and is hereby removed as independent non-executive Director;
- (b) Mr. Yuen Chun Fai be and is hereby appointed as independent non-executive Director to fill the vacancy created by the removal of Mr. Ho Wai Chi, Paul as Director;

(6) **THAT** Mr. Wong Lok be and is hereby re-elected as independent non-executive Director;

(7) **THAT** Ms. Sze Shan Shan, Pat be and is hereby re-elected as executive Director;

(8) **THAT**

- (a) subject to resolution number (2) above not being passed, Mr. Cai Dubing be and is hereby re-elected as non-executive Director;
- (b) subject to resolution number (3) above not being passed, Mr. Li Wing Tak be and is hereby re-elected as executive Director;
- (c) subject to resolution number (4) above not being passed, Dr. Chang Soo-kong be and is hereby re-elected as independent non-executive Director;
- (d) subject to resolution number (5) above not being passed, Mr. Ho Wai Chi, Paul be and is hereby re-elected as independent non-executive Director; and

(9) To authorize the board of directors to fix the Director's remuneration.

By order of the Board
Bel Global Resources Holdings Limited
Li Wing Tak
Company Secretary

Hong Kong, 10 June 2015

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

*Head office and principal place of
business in Hong Kong:*
10th Floor, Haleson Building
1 Jubilee Street
Central, Hong Kong

Notes:

1. A member entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and, subject to the provisions of the bye-laws of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.
2. A form of proxy for use of the SGM is enclosed. Whether or not you intend to attend the SGM in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he so wish.
3. In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority must be deposited at the Hong Kong branch share registrar of the Company, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
4. In the case of joint holders of Shares, any one of such joint holders may vote at the SGM, either personally or by proxy, in respect of such Shares as if he was solely entitled thereto, but if more than one of such joint holders be present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
5. The voting on the proposed resolution at the SGM will be conducted by way of poll.

As at the date of this announcement, (i) the executive Directors are Ms. Sze Shan Shan, Pat (note 1), and Mr. Li Wing Tak (note 2); (ii) non-executive Director is Mr. Cai Dubing; and (iii) the independent non-executive Directors are Dr. Chang Soo-kong, Mr. Ho Wai Chi, Paul and Mr. Wong Lok.

Note 1: Positions, duties and functions suspended with effect from 12 December 2014.

Note 2: Mr. Li Wing Tak has appointed Mr. Wong Wan Sing as his alternate Director.