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DEJIN RESOURCES GROUP COMPANY LIMITED

(In Liquidation)

德金資源集團有限公司

(清盤中)

(Incorporated in Bermuda with limited liability)

(Stock Code: 1163)

THIRD DELISTING STAGE AND RESUMPTION CONDITIONS

Reference is made to the announcements of the Company dated 16 May 2014, 11 July 2014, 19 April 2016 and 1 August 2016 respectively in relation to, among other things, the suspension in trading of shares (“the Shares”) of the Company on the Stock Exchange of Hong Kong Limited (“the Stock Exchange”), the conditions for resumption of trading of the Shares, the first delisting stage and resumption conditions and the second delisting stage and resumption conditions.

THIRD DELISTING STAGE AND RESUMPTION CONDITIONS

On 2 December 2016, the Company received a letter from the Stock Exchange informing the Company had been placed in the third delisting stage under Practice Note 17 to the Listing Rules.

The third delisting stage shall commence on 14 December 2016 and shall expire on 13 June 2017. The Company was required to provide a viable resumption proposal to the Stock Exchange at least 10 business days before the third delisting stage expires (i.e. 29 May 2017). If no viable resumption proposal is received by the Stock Exchange by the end of the third delisting stage, the Stock Exchange will cancel the Company’s listing.

Pursuant to the requirements set out in the letter from the Stock Exchange, the Company shall fulfill the following resumption conditions:

1. demonstrate that the Company has sufficient business operation or value of assets under Rule 13.24 of the Listing Rules;
2. conduct an appropriate investigation on various transactions entered into by the Company’s subsidiary, Beijing Tsingda Deshi Technology Limited, without knowledge and approval of the Company’s board of directors, and related

- legal proceedings, disclose the findings of the investigation and take any remedial actions;
3. demonstrate that there is no reasonable regulatory concern about management integrity which may pose a risk to investors and damage market confidence;
 4. disclose all outstanding financial results and address any audit qualifications;
 5. demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems to meet obligations under the Listing Rules;
 6. demonstrate sufficient working capital for at least 12 months from its expected resumption date; and.
 7. have the winding up petition against the Company being withdrawn or dismissed and the provisional liquidators being discharged.

CONTINUED SUSPENSION OF TRADING IN SHARES

Trading in the shares of the Company on the Stock Exchange, which was suspended with effect from 9:00 a.m. on 16 May 2014, remains suspended and will continue to be so until further notice.

The Company will make further announcements as and when appropriate.

For and on behalf of
Dejin Resources Group Company Limited
(In Liquidation)
Kennic Lai Hang LUI
YUEN Tsz Chun, Frank
Joint and Several Liquidators
acting as agents without personal liabilities

Hong Kong, 21 February 2017

As at the date of this announcement, the Board comprises seven executive Directors, namely Mr. Yang Zhihua, Mr. Ouyang Jun, Mr. Cui Zhigang, Mr. Lou Qingyu, Mr. Yang Bo, Mr. Zhao Jinliang and Ms. Cui Xiuzhen; and four independent non-executive Directors, namely Mr. Li Ranzhou, Mr. Ma Ning, Mr. Liu Fei and Mr. Zeng Nai Li.