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Ding He Mining Holdings Limited

鼎和礦業控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 705)

STRATEGIC COOPERATION LETTER OF INTENT

This announcement is made by Ding He Mining Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 7 August 2017, the Company entered into a strategic cooperation letter of intent (the “**LOI**”) with Xinjiang Tianpeng Energy Co., Ltd. (新疆天鵬能源有限公司) (“**Xinjiang Tianpeng Energy**”), pursuant to which, the Company shall cooperate with Xinjiang Tianpeng Energy for the production of magnesium ingots (the “**Cooperation**”).

To the best knowledge, information and belief of the Directors and after making all reasonable enquiries, Xinjiang Tianpeng Energy and its ultimate beneficial owners are independent of the Company and the Company’s connected persons (as defined under the Listing Rules).

The Group is principally engaged in (i) the mining of dolomite and manufacturing of magnesium ingots in Malaysia; (ii) bottling and sale of mineral water in the People’s Republic of China; and (iii) exploration of mining resources in the Republic of Indonesia.

Xinjiang Tianpeng Energy is a green environmental coal chemical enterprise.

The Company and Xinjiang Tianpeng Energy will cooperate in the production of magnesium ingots by signing the LOI. The Company will be responsible for providing plants and land in Malaysia and the relevant legal procedures. Xinjiang Tianpeng Energy will be responsible for funding, purchasing equipment, providing technical support as well as daily operations management. The parties shall also cooperate to open up new business such as semi coke. The detailed cooperation modalities will be finalised in the cooperation agreement upon the completion of due diligence by both parties within three months.

The Directors consider that the signing of the LOI will help to fully utilise the semi coke-fired furnace in Malaysia's plant and to cooperate with Xinjiang Tianpeng Energy in the production of magnesium ingots so as to bring return to the Company and will benefit the Company and its shareholders as a whole in the long run.

Further announcement(s) will be made by the Company in accordance with the Listing Rules as and when appropriate.

By Order of the Board
Ding He Mining Holdings Limited
Du Jian Jun
Chairman and Executive Director

Hong Kong, 7 August 2017

As at the date of this announcement, the executive Directors are Mr. Du Jian Jun, Ms. Lu Sufang, Mr. Leung Wai Kwan, Mr. Yin Shibo, Mr. Fan Weipeng and Mr. Chen Liang, and the independent non-executive Directors are Mr. Liu Bo, Mr. Tong Zhu and Mr. Yuan Guangming.