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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)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE,
CHAIRMAN OF REMUNERATION COMMITTEE AND
MEMBER OF NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Ding He Mining Holdings Limited (the “**Company**”) hereby announces that Mr. Chan Woon Wing (“**Mr. Chan**”) has been appointed as an independent non-executive Director and the chairman of each of the audit committee and the remuneration committee (the “**Remuneration Committee**”) and a member of nomination committee of the Company with effect from 14 August 2017.

The biographical details of Mr. Chan are set out below:-

Mr. Chan Woon Wing, aged 36, is a member of the Hong Kong Institute of Certified Public Accountants and has over 10 years of experience in financial reporting and auditing. From May 2008 to August 2014, Mr. Chan served in the audit department of an international audit firm. Since December 2014, Mr. Chan has been working as a senior accounting manager of PPS International (Holdings) Limited (stock code: 8201), a company listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and was appointed as the company secretary on 3 October 2016.

Mr. Chan does not hold any directorship in any other listed companies during the past three years, and he does not have any relationship with any Directors, substantial or controlling shareholders (as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company. He does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

There is no appointment letter issued by the Company to Mr. Chan in respect of the proposed length of services for the appointment of Mr. Chan as an independent non-executive Director. Mr. Chan is subject to retirement and re-election at the next following general meeting of the Company after his appointment and thereafter subject to retirement by rotation in accordance with the Articles of Association of the Company. The remuneration of Mr. Chan will be determined by the Board with reference to the recommendation of the Remuneration Committee in a later stage.

Save as disclosed above, neither is there any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules nor is there any other matter relating to the appointment of Mr. Chan needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Chan for joining the Board.

Following the appointment of Mr. Chan, the Company has met the requirements set out in Rule 3.10(2) and Rule 3.21 that at least one of the independent non-executive directors must have appropriate professional qualifications or related financial management expertise and the audit committee of a listed issuer must be chaired by an independent non-executive director. The Company also met the composition requirement of the remuneration committee under Rule 3.25 of the Listing Rules that the remuneration committee should be chaired by an independent executive director.

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

Hong Kong, 14 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, Mr. Yuan Guangming and Mr. Chan Woon Wing.