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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)**

## **REQUISITION FOR EXTRAORDINARY GENERAL MEETING TO ELECT AND REMOVE DIRECTORS**

This announcement is made 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 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 Ding He Mining Holdings Limited (the “**Company**”) announces that it has received at the Company’s registered office a written requisition dated 25 May 2018 (the “**Requisition Notice**”) from Ability Rise Investments Limited and Star Treasure Investments Holdings Limited (the “**Requisitionists**”) requiring the Board to convene an extraordinary general meeting of the Company (the “**Proposed EGM**”) for the transaction of the businesses specified in the Requisition Notice. Such businesses include passing the following resolutions as ordinary resolutions:

- 1.1 nominate Mr. WU Ju Shi to be elected as executive Director;
- 1.2 nominate Mr. CHOI Wai Lung Edward to be elected as independent non-executive Director;
- 1.3 nominate Mr. TSE Benjamin Andrew Jonathan to be elected as independent non-executive Director;
- 1.4 nominate Ms. Irene FANG to be elected as independent non-executive Director;
- 1.5 remove Mr. LIU Qiang as executive Director;
- 1.6 remove Ms. LU Sufang as executive Director;

- 1.7 remove Mr. LEUNG Wai Kwan as executive Director;
- 1.8 remove Mr. YIN Shibo as executive Director;
- 1.9 remove Mr. FAN Weipeng as executive Director;
- 1.10 remove Mr. CHEN Liang as executive Director;
- 1.11 remove Ms. WONG Chi Yan as independent non-executive Director;
- 1.12 remove Mr. CHAN Wai Kit as independent non-executive Director;
- 1.13 remove Mr. YUAN Guangming as independent non-executive Director; and
- 1.14 remove all Directors appointed on or after the date of Requisition Notice but before holding of the EGM.

The Requisition Notice did not set out any reasons and/or grounds for the proposed election and removal of Directors. Accordingly, the Board is not able to provide shareholders of the Company with any reasons and/or grounds in respect of the said proposed election and removal of Directors for consideration.

As at the date of the Requisition Notice, the Requisitionists are registered shareholders of the Company holding an aggregate of 336,000,000 shares of the Company, representing approximately 5.08% of the issued share capital of the Company.

Pursuant to section 567 of the Companies Ordinance (Cap. 622, Laws of Hong Kong) (the “**Companies Ordinance**”), the Company will convene the Proposed EGM within 28 days after the date of deposit of the Requisition Notice at the Company’s registered office (the “**Date of Deposit**”) for the transaction of the businesses specified in the Requisition Notice.

A circular containing, among other things, details of the Requisition Notice and biographical and other details of the Directors proposed to be elected at the Proposed EGM together with the notice convening the Proposed EGM will be despatched to the shareholders of the Company as soon as practicable and in any event not later than 21 days of the Date of Deposit (i.e. 15 June 2018) as is required under section 567 of the Companies Ordinance.

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.**

## **SUSPENSION OF TRADING OF SHARES**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 3 April 2018, and will remain suspended until further notice.

By Order of the Board  
**Ding He Mining Holdings Limited**  
**Liu Qiang**  
*Chairman and Executive Director*

Hong Kong, 28 May 2018

*As at the date of this announcement, the executive Directors are Mr. Liu Qiang, Ms. Lu Sufang, Mr. Leung Wai Kwan, Mr. Yin Shibo, Mr. Fan Weipeng and Mr. Chen Liang, and the independent non-executive Directors are Ms. Wong Chi Yan, Mr. Chan Wai Kit and Mr. Yuan Guangming.*