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北大资源
PKU RESOURCES

Peking University Resources (Holdings) Company Limited

北大资源（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00618)

VOLUNTARY ANNOUNCEMENT

PROVISION OF LOAN FACILITY BY CONTROLLING SHAREHOLDER

This is a voluntary announcement made by the Company.

On 27 December 2013, Peking Founder (as lender) and the Company (as borrower) have entered into the Framework Loan Agreement, pursuant to which Peking Founder agreed to provide the Loan Facility of approximately RMB250 million to the Company for the year 2014.

As at the date of this Announcement, the Company is owned as to approximately 64.14% by Founder Information which is in turn owned as to approximately 97.36% by Peking Founder. Since Peking Founder can exercise control over the composition of a majority of the board of directors of Founder Information and that Founder Information is a controlling shareholder of the Company, Peking Founder is considered as an associate of a connected person of the Company. Accordingly, the transactions contemplated under the Framework Loan Agreement constitute connected transactions of the Company under Chapter 14A of the Listing Rules. However, as the Loan Facility is provided by Peking Founder for the Company and its Shareholders' benefit, and on better commercial terms to the Company where no security over the Group's assets is granted in respect of the Loan Facility, the Framework Loan Agreement is exempted from reporting, announcement and independent shareholders' approval requirement pursuant to Rule 14A.65(4) of the Listing Rules. However, the Company would like to make this voluntary announcement to update the Shareholders and the Company's potential investors on the recent development of the Group.

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Principal terms of the Framework Loan Agreement is summarised below:

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|----------------------------|---|
| Date: | 27 December 2013 |
| Borrower: | The Company |
| Lender: | Peking Founder |
| Type of Facility: | Revolving term loan |
| Facility amount: | RMB250 million |
| Interest rate: | To be agreed between Lender and Borrower with reference to prevailing market rate at the time of drawdown |
| Security: | Nil |
| Fees: | Nil |
| Drawdown of Loan Facility: | At any time during the year 2014 |
| Lending terms: | To be agreed between Lender and Borrower by entering into separate loan agreement in respect of each drawdown |

The Framework Loan Agreement will strengthen the Group's financial position and liquidity for the business development of the Group.

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Definitions

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

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| “Board” | the board of Directors; |
| “Company” | Peking University Resources (Holdings) Company Limited (formerly known as EC-Founder (Holdings) Company Limited), a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange, and as to approximately 64.14% owned by Founder Information; |
| “connected person” | has the same meaning as ascribed thereto in the Listing Rules; |
| “connected transaction” | has the same meaning as ascribed thereto in the Listing Rules; |
| “Directors” | the directors of the Company; |
| “Group” | the Company and its subsidiaries; |
| “Founder Information” | Founder Information (Hong Kong) Limited, a company incorporated in Hong Kong with limited liability and a subsidiary of Peking Founder; |
| “Framework Loan Agreement” | the framework loan agreement dated 27 December 2013 entered into between Peking Founder (as lender) and the Company (as borrower); |
| “Loan Facility” | the loan facility up to RMB250 million agreed to be provided by Peking Founder to the Company pursuant to the terms and conditions of the Framework Loan Agreement; |
| “Listing Rules” | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time); |
| “Peking Founder” | 北大方正集團有限公司 (Peking University Founder Group Company Limited*), a company established in the PRC with limited liabilities, the controlling shareholder of Founder Information holding approximately 97.36% of the issued share capital of Founder Information; |

“Shares” ordinary shares of HK\$0.10 each in the share capital of the Company;
and

“Shareholders” holder(s) of Share(s).

By the order of the Board of
Peking University Resources (Holdings) Company Limited
Yu Li
Chairwoman

Hong Kong, 27 December 2013

As at the date of this announcement, the Board comprises executive Directors of Ms Yu Li (Chairwoman), Mr Fang Hao (President), Mr Zhou Bo Qin, Mr Zhang Zhao Dong, Mr Xie Ke Hai and Mr Zheng Fu Shuang, and the independent non-executive Directors of Mr Li Fat Chung, Ms Wong Lam Kit Yee and Ms Cao Qian.

** For identification purpose only*