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# 中國礦業資源集團有限公司\*

## China Mining Resources Group Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00340)**

### **PROPOSED CHANGE OF COMPANY NAME**

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The Board proposes to change the English name of the Company from “China Mining Resources Group Limited” to “Tongguan Gold Group Limited” and to adopt the Chinese name of “潼關黃金集團有限公司” as the Company’s secondary name to replace its existing Chinese name “中國礦業資源集團有限公司” which is currently used for identification purpose only.

#### **GENERAL**

The Change of Company Name will be proposed at the AGM for Shareholders’ consideration and, if thought fit, approval. The Circular in relation to the AGM containing, among other things, further details of the proposed Change of Company Name and the notice convening the AGM is expected to be despatched to the Shareholders on or around Thursday, 15 March 2018.

### **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes, subject to the fulfillment of the conditions set out in this announcement, to change the English name of the Company from “China Mining Resources Group Limited” to “Tongguan Gold Group Limited” and to adopt the Chinese name of “潼關黃金集團有限公司” as the Company’s secondary name to replace its existing Chinese name “中國礦業資源集團有限公司” which is currently used for identification purpose only.

#### **Conditions of the proposed Change of Company Name**

The Change of Company Name is conditional upon the following conditions having been satisfied:

- (i) the passing of a special resolution by the Shareholders at the AGM to approve the Change of Company Name; and

\* *For identification purposes only*

(ii) the granting of approval for the Change of Company Name by the Registrar of Companies in Bermuda.

The relevant filings with the Registrar of Companies in Bermuda will be made after passing of the special resolution at the AGM. Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda.

The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong and will submit all relevant documents to the Stock Exchange.

In addition, subject to the confirmation of the Stock Exchange, the stock short name for trading in the Shares will also be changed after the Change of Company Name has become effective.

### **Reasons for the Change of Company Name**

Since the first half of 2017, the Group has been gradually expanding and developing its business in gold mining operation in the PRC so as to make the Company one of the leaders in gold mining operation in the PRC. As such, in order to reflect the principal business development and strategic direction of the Group and to refresh the image of the Company, the Board proposes the Change of Company Name so as to provide the Company with a more appropriate corporate image and identity to meet the best interests of the Company and the Shareholders as a whole.

### **Effects of the Change of Company Name**

The Change of Company Name will not affect any of the rights of the Shareholders. Other than the change to the English stock short name and the Chinese stock short name to be announced by the Company following the Change of Company Name becoming effective, the trading arrangements for the Shares on the Stock Exchange will remain unchanged. Share certificates of the Company which are issued after the Change of Company Name has become effective will be in the new name of the Company. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Change of Company Name becomes effective, remain to be evidence of title to the Shares and will continue to be valid for trading, settlement and registration purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new name of the Company. The Company's website and logo will also be revamped and changed.

Further announcement(s) will be made by the Company to inform the Shareholders of the poll results of the AGM, the effective date of the Change of Company Name and the new stock short names of the Company for trading of the Shares on the Stock Exchange.

## GENERAL

The Change of Company Name will be proposed at the AGM for Shareholders' consideration and, if thought fit, approval. The Circular in relation to the AGM containing, among other things, further details of the proposed Change of Company Name and the notice convening the AGM is expected to be despatched to the Shareholders on or around Thursday, 15 March 2018.

## DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“AGM”	the annual general meeting of the Company to be convened and held on Friday, 27 April 2018 at 2:30 p.m.
“Board”	the board of Directors
“Change of Company Name”	the proposed change of the English name of the Company from “China Mining Resources Group Limited” to “Tongguan Gold Group Limited” and the adoption of the Chinese name of “潼關黃金集團有限公司” as the secondary name of the Company to replace its existing Chinese name “中國礦業資源集團有限公司” which is currently used for identification purpose only
“Circular”	the circular to be despatched to the Shareholders containing, among other things, details of the proposed Change of Company Name and the notice of the AGM
“Company”	China Mining Resources Group Limited, a company incorporated in Bermuda with limited liability and the issued ordinary Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“PRC”	the People's Republic of China
“Shareholder(s)”	holder(s) of the Shares
“Share(s)”	ordinary share(s) of HK\$0.01 each in the capital of the Company

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

By Order of the Board  
**China Mining Resources Group Limited**  
**Yeung Kwok Kuen**  
*Executive Director and Chief Financial Officer*

Hong Kong, 28 February 2018

*As at the date of this announcement, the Board comprises Mr. Fang Yi Quan, Mr. Yeung Kwok Kuen, Mr. Shi Xing Zhi and Mr. Shi Sheng Li as executive Directors, Mr. Chu Kang Nam, Mr. Ngai Sai Chuen, Mr. Liang Xu Shu and Mr. Leung Ka Wo as independent non-executive Directors.*