

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MONGOLIA INVESTMENT GROUP LIMITED

蒙古投資集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 402)

TERMINATION OF THE MEMORANDUM OF UNDERSTANDING

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

The Board announces that on 20 April 2011, CWH and GLL entered into the Termination Agreement whereby the parties have mutually agreed to terminate the Memorandum of Understanding with immediate effect.

The Board considers that the termination of the Memorandum of Understanding has no material impact on the existing business operation and financial position of the Group.

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

Reference is made to the announcement of Mongolia Investment Group Limited (the “**Company**”) dated 30 December 2010 (the “**Announcement**”) relating to the entering into of the Memorandum of Understanding in respect of the possible acquisition of certain equity interest in the Target Company which is the owner of the mining licence of a coal mine located in East Gobi, Mongolia. Capitalised terms used herein and not defined shall have the same meaning as in the Announcement unless the context otherwise requires.

TERMINATION OF MOU

The Board announces that, on 20 April 2011, CWH and GLL entered into a termination agreement (the “**Termination Agreement**”) whereby the parties have mutually agreed to terminate the Memorandum of Understanding with immediate effect.

As disclosed in the Announcement, the Proposed Acquisition is subject to, inter alia, the satisfaction of the due diligence review on the Target Company and the Mine, and the negotiation and finalization of the terms and conditions in relation to the Proposed Acquisition. Also, an exclusivity period of six months from the date of signing of the Memorandum of Understanding was granted to CWH pursuant to the terms of the Memorandum of Understanding. Upon further deliberations of the issues in the Proposed Acquisition, there were certain issues relating to the due diligence review which cannot be resolved to the satisfaction of CWH and as CWH and GLL could not reach agreement on major terms and conditions in respect of the Proposed Acquisition, CWH and GLL agreed to terminate the Memorandum of Understanding and entered into the Termination Agreement. Upon termination of the Memorandum of Understanding, CWH will have no further obligation to proceed with the Proposed Acquisition.

The Board considers that the termination of the Memorandum of Understanding has no material impact on the existing business operation and financial position of the Group.

Shareholders and potential investors of the shares of the Company should exercise caution when dealing in the shares of the Company.

By order of the Board
Mongolia Investment Group Limited
Wong Tak Chung
Executive Director

Hong Kong, 20 April 2011

As at the date of this announcement, the executive Directors are Messrs. YUEN Chow Ming (Chairman), YUEN Wai Keung (Deputy Chairman and Chief Executive Officer), SO Yiu Cheung (Deputy Chairman), CHEUNG Chi Man, Dennis, Ho Hin Hung, Henry, LIM Siong, Dennis, WONG Tak Chung, ENEBISH Burenkhuu and LEUNG, Chung Tak Barry, and the independent non-executive Directors are Messrs. CHAN, Sai Kit Kevin, LIAO Cheung Tin, Stephen and TAM Tsz Kan.