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## **REAL GOLD MINING LIMITED**

**瑞金礦業有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 246)**

### **APPOINTMENT OF DIRECTORS AND APPOINTMENT OF MEMBERS OF BOARD COMMITTEES**

#### **APPOINTMENT OF DIRECTORS**

The Board hereby announces the following appointment of directors all with effect from 30 September 2016:

- 1 Mr. Li Zenghu has been appointed as an executive director;
- 2 Mr. Kirk Vincent Wiedemer has been appointed as an executive director;
- 3 Mr. Lu Chunxiang has been appointed as an executive director;
- 4 Mr. Shao Jiulin has been appointed as an executive director;
- 5 Mr. Li Feng has been appointed as an executive director;
- 6 Ms. Zhang Hui has been appointed as an independent non-executive director;
- 7 Ms. Ge Huiyun has been appointed as an independent non-executive director;  
and
- 8 Mr. Guo Honggang has been appointed as an independent non-executive director.

## **APPOINTMENT OF MEMBERS OF BOARD COMMITTEES**

In connection with the appointment of Directors above, with effect from 30 September 2016:

- (a) Ms. Zhang Hui, Ms. Ge Huiyun and Mr. Guo Honggang have been appointed as members of the Audit and Risk Management Committee and Ms. Zhang Hui has been appointed as the chairman; and
- (b) Mr. Liu Aiguo, Ms. Ge Huiyun and Mr. Guo Honggang have been appointed as members of the Nomination and Remuneration Committee and Mr. Liu Aiguo has been appointed as the chairman.

## **APPOINTMENT OF DIRECTORS**

The Board hereby announces that with effect from 30 September 2016:

- (1) Mr. Li Zenghu has been appointed as an executive director;
- (2) Mr. Kirk Vincent Wiedemer has been appointed as an executive director;
- (3) Mr. Lu Chunxiang has been appointed as an executive director;
- (4) Mr. Shao Jiulin has been appointed as an executive director;
- (5) Mr. Li Feng has been appointed as an executive director;
- (6) Ms. Zhang Hui has been appointed as an independent non-executive director;
- (7) Ms. Ge Huiyun has been appointed as an independent non-executive director; and
- (8) Mr. Guo Honggang has been appointed as an independent non-executive director (collectively, the “New Directors”).

The biographical details of each of the above New Directors are set out below.

### **Li Zenghu — Executive Director**

Mr. Li Zenghu (“Mr. Li”), aged 50, has more than 7 years of experience in managing mining enterprise and was a tutor of Hebei Geological Institute for 6 years. Mr. Li graduated from Hebei Geological Institute majoring in mine prospecting and mine exploration in July 1985 and later obtained his master’s degree in engineering, Tsinghua University in March 1994.

### **Kirk Vincent Wiedemer — Executive Director**

Mr. Kirk Vincent Wiedemer (“Mr. Wiedemer”), aged 69, is a qualified lawyer in the United States of America and has more than 35 years of experience in legal practice. He obtained a Bachelor of Arts degree from St. John Fisher College in Rochester, New York in 1969 and a Juris Doctor Degree from Suffolk University Law School in Boston, Massachusetts in 1976.

Mr. Wiedemer was admitted to the practice of law in the state of Pennsylvania in 1976 and had worked in the Delaware County Public Defender’s Office and the Delaware County District Attorney’s Office in Media, Pennsylvania, the Philadelphia District Attorney’s Office in Philadelphia, the Office of Attorney General of Pennsylvania and various law firms including one that was established by him. Mr. Wiedemer is currently a member of Philadelphia Bar Association, Pennsylvania Bar Association and American Immigration Lawyers Association.

### **Lu Chunxiang — Executive Director**

Mr. Lu Chunxiang (“Mr. Lu”), aged 59, has more than 7 years of experience in managing mining enterprise. Mr. Lu has been an executive director and the legal representative of Inner Mongolia Jinxinyuan Trading Co., Ltd.\* (內蒙古金鑫源貿易有限公司), a wholly-owned subsidiary of the Company, since 31 August 2016. He obtained his bachelor’s degree in agricultural studies from Shenyang Agricultural University in May 1984.

### **Shao Jiulin — Executive Director**

Mr. Shao Jiulin (“Mr. Shao”), aged 52, is a registered accountant and a certified tax agent in PRC and has more than 20 years of experience in financial audit and financial management. Mr. Shao has been an independent non-executive director of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (stock code: 8095) since 21 June 2012. Mr. Shao graduated from Zhongnan University of Economics and Law majoring in accounting in December 1990.

### **Li Feng — Executive Director**

Mr. Li Feng, aged 53, has more than 20 years of experience in accounting and more than 9 years of experience in managing mining enterprise.

### **Zhang Hui — Independent Non-executive Director**

Ms. Zhang Hui (“Ms. Zhang”), aged 50, has more than 20 years of experience in financial management and is currently the deputy general manager of Everbright Capital Investment Management Co., Ltd.. She taught at the School of Economics and Management, Tsinghua University between 1990 and 1996 and Beijing National

Accounting Institute between 2002 and 2006. Ms. Zhang obtained a bachelor's degree and master's degree both in economics from Nankai University in July 1987 and June 1990, respectively.

### **Ge Huiyun — Independent Non-executive Director**

Ms. Ge Huiyun (“Ms. Ge”), aged 62, has more than 13 years of experience in project financing and has more than 20 years of experience in optical engineering and fibre optical passive components. Ms. Ge was a visiting scholar of the United States Department of Commerce, National Institute of Standards & Technology from 1989 to 1990 and from 1995 to 1996 to conduct researches on laser power and energy measurements involved in the use of various laser sources and specially designed calorimeters. Ms. Ge graduated in December 1977 from the Department of Mechanical Engineering of Beijing University of Technology, majoring in optical equipment.

### **Guo Honggang — Independent Non-executive Director**

Mr. Guo Honggang, aged 46, has more than 17 years of experience in operating and managing mining business.

As of the date of this announcement, save as disclosed above, none of the New Directors (i) held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) had any interest or short position (both within the meaning of Part XV of the SFO) in the shares, underlying shares or debentures of the Company or any of its associated corporation (as defined under Part XV of the SFO); (iii) held any other positions in the Company or its subsidiaries; or (iv) had any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Each of the New Directors has entered into a service contract with the Company for an initial term of three years immediately after his/her respective appointment. Their directorships will be subject to retirement by rotation and re-election pursuant to the provisions of the Listing Rules and the articles of association of the Company. The remuneration of each of the New Directors will be determined by reference to the recommendation of the Nomination and Remuneration Committee and approved by the Board based on, among other things, their qualifications, experience and level of responsibilities undertaken and the prevailing market rates. The remuneration of each of the New Directors will be subject to review by the Nomination and Remuneration Committee from time to time.

Save as disclosed above, there is no other information in relation to the appointment of the New Directors which is required to be disclosed nor are/were they involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules; and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

## **APPOINTMENT OF MEMBERS OF BOARD COMMITTEES**

In connection with the appointment of Directors above, with effect from 30 September 2016:

- (a) Ms. Zhang Hui, Ms. Ge Huiyun and Mr. Guo Honggang have been appointed as members of the Audit and Risk Management Committee and Ms. Zhang Hui has been appointed as the chairman; and
- (b) Mr. Liu Aiguo, Ms. Ge Huiyun and Mr. Guo Honggang have been appointed as members of the Nomination and Remuneration Committee and Mr. Liu Aiguo has been appointed as the chairman.

The Board would like to take this opportunity to welcome the New Directors for joining the Board.

## **DEFINITIONS**

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

“Audit and Risk Management Committee”	the audit and risk management committee of the Company
“Board”	the board of Directors of the Company
“Company”	Real Gold Mining Limited, a company incorporated in the Cayman Islands with limited liability, whose share are listed on the main board of the Stock Exchange
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange

“Nomination and Remuneration Committee”	the nomination and remuneration committee of the Company
“PRC”	the People’s Republic of China
“SFO”	Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board  
**Real Gold Mining Limited**  
**Leung Wai Chiu, Albert**  
*Company Secretary*

Hong Kong, 30 September 2016

*As at the date of this announcement, the executive directors are Mr. Wang Chunqi, Mr. Sean Zhang, Mr. Li Zenghu, Mr. Kirk Vincent Wiedemer, Mr. Lu Chunxiang, Mr. Shao Jiulin and Mr. Li Feng; and the independent non-executive directors are Mr. Liu Aiguo, Ms. Zhang Hui, Ms. Ge Huiyun and Mr. Guo Honggang.*

\* *For identification purposes only*