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新礦資源有限公司
NEWTON RESOURCES LTD

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1231)

INSIDE INFORMATION – SALE OF SHARES BY CONTROLLING SHAREHOLDER AND RESIGNATION OF NON-EXECUTIVE DIRECTORS

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Newton Resources Ltd (the “**Company**”) 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 (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong), and Rule 13.51 of the Listing Rules.

SALE OF SHARES BY CONTROLLING SHAREHOLDER

The Company was informed by Faithful Boom Investments Limited (the “**Vendor**”) that on 23 January 2017 (after trading hours), the Vendor through a placing agent completed the sale of a total of 800,000,000 shares (“**Shares**”) of HK\$0.1 each in the Company (representing 20.00% of the total number of Shares in issue).

Immediately before the above sale, the Vendor was a controlling shareholder of the Company and owned 1,420,000,000 Shares (representing 35.50% of the total number of Shares in issue). Immediately after such sale, the Vendor owned 620,000,000 Shares (representing 15.50% of the total number of Shares in issue).

RESIGNATION OF NON-EXECUTIVE DIRECTORS

Mr. Hui Hon Chung and Mr. Cheng Chi Ming, Brian tendered resignation from their office as non-executive Directors of the Company with effect from 23 January 2017 due to their respective decisions to devote more time to other commitments. Mr. Hui Hon Chung also ceased to be the vice-chairman of the Board and member of each of the Remuneration Committee and the Nomination Committee of the Company on the same day. Each of Mr. Hui Hon Chung and Mr. Cheng Chi Ming, Brian confirmed that he had no disagreement with the Board, and there were no matters that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited in respect of their respective resignations.

The Board would like to take this opportunity to express its gratitude to the above former Directors for their contribution to the Company during their respective tenure of office.

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

By Order of the Board
Newton Resources Ltd
Cheng Kar Shun
Chairman and Non-executive Director

Hong Kong, 23 January 2017

As at the date of this announcement, the executive Directors are Mr. Li Changfa and Mr. Luk Yue Kan; the non-executive Directors are Dr. Cheng Kar Shun and Mr. Wu Wai Leung, Danny; and the independent non-executive Directors are Mr. Tsui King Fai, Mr. Lee Kwan Hung and Mr. Shin Yick, Fabian.