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Rosan Resources Holdings Limited

融信資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 578)

1. RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND 2. APPOINTMENT OF EXECUTIVE DIRECTORS

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Rosan Resources Holdings Limited (the “**Company**”) wishes to announce that Mr. Jiang Xiaohui (“**Mr. Jiang**”) has tendered his resignation as independent non-executive director of the Company with effect from 15 June 2018. Mr. Jiang resigned due to he needs to devote more time on his personal career development.

Mr. Jiang confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

Following the resignation of Mr. Jiang with effect from 15 June 2018, Mr. Jiang will cease to act as a member of each of the audit committee, remuneration committee and nomination committee of the Company.

According to rules 3.10(1), 3.10A and 3.21 of the Rules Governing the Listing of Securities on the Exchange (the “**Listing Rules**”), the Company is required to appoint at least three independent non-executive directors, representing at least one-third of the board and to comprise a minimum number of three members of the audit committee. Following the resignation of Mr. Jiang, the numbers of independent non-executive directors on the Board and the members of the audit committee are less than three as required under rules 3.10(1) and 3.21 of the Listing Rules and less than one-third of the board under rule 3.10A of the Listing Rule.

The Company is endeavoring to identify suitable candidate(s) to act as additional independent non-executive director(s) to meet the requirements as set out in rules 3.10(1), 3.10A and 3.21 of the Listing Rules as soon as practicable and within the three-month period from the date of Mr. Jiang’s resignation and will make further announcement(s) as and when appropriate.

The Board would like to express its gratitude to Mr. Jiang for his service and valuable contribution to the Company.

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board hereby also announces that Mr. Li Xiangfei (“**Mr. Li**”) and Mr. Sun Shusheng (“**Mr. Sun**”) have been appointed as executive directors of the Company with effect from 15 June 2018.

Mr. Li, aged 39, graduated in 2002 from Zhengzhou University with major in Commercial and Business Management. He has extensive working experience in mining industry and has been a key management of a mining enterprise in China. In recent years, Mr. Li has focus on the development of green economy and has been engaged as a chief operation officer of a ski and resort development company in China.

According to the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Mr. Li holds 100,000,000 shares of the Company, represent approximately 9.61% of the Company’s total issued shares as at the date of this announcement.

Mr. Li is entitled to a director’s fee of HK\$12,000 per annum, which is determined with reference to the prevailing market rate and his duties and responsibilities in the Company. Mr. Li has not been appointed for any fixed term but is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Bye-laws of the Company.

Mr. Li did not hold any directorship in other listed companies which are listed on any securities market in Hong Kong or overseas in the past three years. He has no other connections with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Sun, aged 54, obtained the post graduate diploma from Henan University with major in litigation law. He has extensive management experience in sizeable insurance company and state-owned enterprises in China. He has worked as top management for the branches of certain insurance companies in China, including People Insurance Company (Group) of China Limited and China United Property Insurance Company Limited. Prior to his joining to the Company, he was the general manager of general support department of China United Property Insurance Company Limited.

According to the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Mr. Sun holds 3,432,000 shares of the Company, represent approximately 0.33% of the Company’s total issued shares as at the date of this announcement.

Mr. Sun is entitled to a director’s fee of HK\$12,000 per annum, which is determined with reference to the prevailing market rate and his duties and responsibilities in the Company. Mr. Sun has not been appointed for any fixed term but is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Bye-laws of the Company.

Mr. Sun did not hold any directorship in other listed companies which are listed on any securities market in Hong Kong or overseas in the past three years. He has no other connections with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Li and Mr. Sun which need to be brought to the attention of the shareholders of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Li and Mr. Sun for their joining to the Company.

By order of the Board
Rosan Resources Holdings Limited
Dong Cunling
Chairman

Hong Kong, 15 June 2018

As at the date of this announcement, the executive directors of the Company are Mr. Dong Cunling, Mr. Li Xiangfei, Mr. Sun Shusheng, Mr. Wu Jiahong, Mr. Zhang Yi and Mr. Zhou Guangwen; the non-executive director of the Company is Mr. Li Chunyan; the independent non-executive directors of the Company are Dr. Chen Renbao and Mr. Ma Yueyong.