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YUE DA MINING HOLDINGS LIMITED **悦達礦業控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 629)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Pursuant to a grant letter entered into between Yue Da Mining Holdings Limited (the “**Company**”) and an eligible grantee (the “**Grantee**”) (who is an independent third party to the best of the knowledge of the Company) on 23 January 2014 (the “**Date of Grant**”), share options (the “**Options**”) in respect of up to a total of 9,000,000 ordinary shares of HK\$0.10 each in the share capital of the Company (the “**Share(s)**”) were granted by the Company to the Grantee, subject to the acceptance by the Grantee, under the share option scheme adopted by the Company on 11 June 2011, in consideration of (among others) the provision by the Grantee as an investment consultant engaged by the Company of certain services to the Company and/or its subsidiaries from time to time (the “**Group**”).

Such services include (among others) the Grantee’s assistance in (i) identifying appropriate acquisition opportunities for the Group of certain mining rights (the “**Mining Rights**”) in lead, zinc, copper, iron and gold mines(s) (the “**Target Mines**”) in the PRC which the proved reserves and/or indicated resource in the Target Mines shall not be less than the prescribed amount as required by the Group (the “**Proposed Acquisition**”); (ii) liaising with the relevant local government authorities and enterprises in relation to the Proposed Acquisition for the Group; and (iii) providing support to the technician(s) or professional advisor(s) engaged by the Group for the Target Mines.

Details of the Options granted are set out below:

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|---|---|--|
| (i) Date of Grant | : | 23 January 2014 |
| (ii) Number of the Options granted | : | 9,000,000 |
| (iii) Exercise price of the Options | : | HK\$0.445
(i.e. the highest of items (iv), (v) and the par value of HK\$0.10 per Share) |
| (iv) Closing price of the Shares on the Date of Grant | : | HK\$0.445 |

- (v) Average closing price of the Shares for the five business days immediately preceding the Date of Grant : HK\$0.432
- (vi) Exercise condition : The ownership of the Mining Rights being legally and formally vested in the Group
- (vii) Validity period of the Options : From the date of the exercise condition being satisfied, and expire on the third anniversary of the Date of Grant

As at the date of this announcement, no binding agreement or formal documentation in relation to the Proposed Acquisition has been entered into between the Company and any other parties, and no terms relating thereto have been agreed upon or concluded.

By order of the Board
Yue Da Mining Holdings Limited
Chen Yunhua
Chairman

Hong Kong, 23 January 2014

As at the date of this announcement, the Board comprises the following members: (a) as executive Directors, Mr Dong Li Yong, Mr Liu Xiaoguang and Mr Hu Huaimin; (b) as non-executive Directors, Mr Chen Yunhua and Mr Qi Guang Ya; and (c) as independent non-executive Directors, Ms Leung Mei Han, Mr Cui Shu Ming, Mr Han Run Sheng and Dr Liu Yongping.