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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)**

**MAJOR TRANSACTION IN RELATION TO THE PROPOSED  
INVESTMENT IN A VIETNAM JOINT VENTURE COMPANY:  
(1) EXTENSION OF MATURITY DATE OF THE LOAN AGREEMENT;  
AND (2) EXTENSION OF EXERCISE PERIOD OF THE CALL OPTION**

Reference is made to the circular of the Company dated 17 April 2013 (the “**Circular**”) regarding a major transaction of the Company in relation to its investment in the Target Group for the acquisition of interest in Slag Factory, which involves (among others) (i) the Loan Agreement entered into between YDM (as lender) and Mineral Land (as borrower) pursuant to which YDM has agreed to grant to Mineral Land a term loan facility up to US\$16 million for a term of one year with a fixed-sum interest of US\$1 million; and (ii) the Call Option Deed entered into between YDM, Solid Success and Mineral Land pursuant to which Solid Success has granted to YDM the exclusive right and option to require Solid Success to sell the entire issued share capital of Mineral Land and the benefit of the ML Shareholder’s Loan.

Unless otherwise specified, terms defined in the Circular shall have the same meanings when used in this announcement.

**MATURITY DATE OF THE LOAN AGREEMENT**

As disclosed in the Circular, the Maturity Date of the Facility would be the last date of (i) the period of 12 months from the date of First Drawing made under the Facility (or if an extension is agreed by the parties in writing, such later date as may be so agreed by the parties); and (ii) if the conditions precedent for the drawdown of the remaining balance are not fulfilled, the period of three months from the date of the EGM.

The First Drawing was advanced by YDM to Mineral Land on 24 January 2013 and as at the date hereof the conditions precedent for the drawdown of the remaining balance of the Facility have been fulfilled, thus pursuant to the Loan Agreement the original Maturity Date shall be 23 January 2014.

As at the date hereof, Mineral Land as borrower has only made the First Drawing and Second Drawing and thus the outstanding principal of the Loan is US\$8 million. Pursuant to the Loan Agreement, the availability period of the Facility ended on 30 June 2013 and Mineral Land did not apply for drawing of the remaining balance of the Facility before such prescribed date.

## **EXERCISE PERIOD OF THE CALL OPTION**

As disclosed in the Circular, The Call Option is exercisable by YDM executing and delivering to Solid Success a notice within the period of one year from the date of the Call Option Deed, i.e. 21 January 2013. Thus, the exercise period of the Call Option (“**Exercise Period**”) shall expire on 20 January 2014.

## **EXTENSION OF THE MATURITY DATE AND THE EXERCISE PERIOD OF THE CALL OPTION DEED**

Additional time is required by the Company to conduct due diligence on the Target Group and to allow Duong Lam to acquire the relevant mining rights and slag manufacturing rights for the Proposed Project. As such, on 23 January 2014, (i) YDM and Mineral Land have agreed in writing to extend the Maturity Date from 23 January 2014 to 23 January 2015 in accordance with the Loan Agreement; and (ii) YDM, Solid Success and Mineral Land have entered into a supplemental deed to the Call Option Deed to extend the expiry date of the Exercise Period of the Call Option from 20 January 2014 to 20 January 2015 in accordance with the Call Option Deed.

The Board considers that such extensions of the Maturity Date to 23 January 2015 and the expiry date of the Exercise Period to 20 January 2015 is in the interest of the Company and the Shareholders as a whole. Save and except for the aforesaid extensions, all other terms of the Loan Agreement and Call Option Deed shall remain unchanged and in full force and effect.

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.*