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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)

**(1) APPOINTMENT OF CHIEF EXECUTIVE OFFICER;
(2) RE-DESIGNATION AND APPOINTMENT OF DIRECTORS;
(3) CHANGE OF MEMBERS OF BOARD COMMITTEES; AND
(4) CHANGE OF AUTHORISED REPRESENTATIVES**

The Board announces the following changes of Board composition and members of Board committees with effect from 10 October 2014:

1. Mr. Hu was appointed as the CEO and a member of the Remuneration Committee and the Nomination Committee;
2. Mr. Bai was appointed as an executive Director;
3. Mr. Dong ceased to be an executive Director and a member of the Remuneration Committee and the Nomination Committee and was re-designated as a non-executive Director and vice chairman of the Board; and
4. Mr. Dong and Mr. Liu ceased to be Authorised Representatives of the Company. Mr. Hu and Mr Bai were appointed as Authorised Representatives of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of Yue Da Mining Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes of offices.

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

Mr. Hu Huaimin (“**Mr. Hu**”) was appointed as the chief executive officer of the Company (the “**CEO**”) with effect from 10 October 2014.

Mr. Hu, aged 40, joined the Group in January 2007 and is currently the executive vice president of the Company. His major job responsibilities include the overall business operations of the Group focusing on strategic planning and business development. Mr. Hu graduated from the Law School of Nanjing University and is qualified as a Chinese lawyer and an economist. He has over 19 years of experience in the PRC legal practice, corporate legal affairs, investment project operation and management. He is currently an executive Director. Please refer to the annex to this announcement for details of directorship of Mr. Hu in other

members of the Group. Save as disclosed, Mr. Hu does not hold any other major appointments or professional qualifications and has not held any directorship in any other listed public companies during the last three years preceding the date of this announcement.

No service contract has been entered into between the Company and Mr. Hu in respect of his office as an executive Director. The office of Mr. Hu being an executive Director shall be subject to the re-election requirements in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (“**Listing Rules**”). Mr. Hu shall be entitled to a monthly remuneration as an executive Director of RMB69,000, annual directors fee of HK\$300,000, free accommodation plus year-end discretionary bonuses and share options as determined from time to time in accordance with the human resources policies of the Company. The amount of remuneration to be received by Mr. Hu is determined with reference to his experience and the period of his employment in the Group, the remuneration standard in the industry and the prevailing market conditions.

As at the date of this announcement, Mr. Hu has personal interests in 1,130,666 shares of the Company (“**Shares**”) and 2,770,870 underlying Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (“**SFO**”). The 2,770,870 underlying Shares represent 1,179,070 Shares and 1,591,800 Shares which would be allotted and issued upon the exercise in full of the options granted to Mr. Hu on 27 May 2009 and 30 January 2012 under the share option schemes of the Company with an exercise price of HK\$0.854 per Share and HK\$0.5503 per Share respectively. Save as disclosed above, as at the date of this announcement, Mr. Hu is not interested in any shares of the Company within the meaning of Part XV of the SFO.

Mr. Hu does not have any relationship with any other directors, senior management and substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

APPOINTMENT OF DIRECTOR

Mr. Bai Zhaoxiang (“**Mr. Bai**”), a senior management of the Company, was appointed as an executive Director with effect from 10 October 2014.

Mr. Bai, aged 51, joined the Group in August 2008 and is the financial controller and vice president of the Company. Mr. Bai is a college graduate majoring in industrial accounting and a senior accountant in the PRC. Mr. Bai is the head of Finance Department of the Company responsible for all accounting and financial matters of the Group. Mr. Bai has over 30 years’ of experience in accounting. Prior to his joining of the Company, Mr. Bai worked as a financial controller of a foreign-invested enterprise in the PRC for about 13 years and has been working as the finance manager in Yue Da Group (HK) Company Limited, a substantial shareholder of the Company, since 2008. Please refer to the annex to this announcement for details of directorship of Mr. Bai in other members of the Group. Save as disclosed, Mr. Bai does not hold any other major appointments or professional qualifications and has not held any directorship in any other listed public companies during the last three years preceding the date of this announcement.

No service contract has been entered into between the Company and Mr. Bai in respect of his appointment as an executive Director. The office of Mr. Bai being an executive Director shall be held only until the next general meeting of the Company and subject to the re-election requirements in accordance with the articles of association of the Company and the Listing Rules. Mr. Bai shall be entitled to a monthly remuneration as an executive Director of RMB42,000, annual directors fee of HK\$300,000, free accommodation, plus year-end discretionary bonuses and share options as determined from time to time in accordance with the human resources policies of the Company. The amount of remuneration to be received by Mr. Bai is determined with reference to his experience and the period of his employment in the Group, the remuneration standard in the industry and the prevailing market conditions.

As at the date of this announcement, Mr. Bai has personal interests in 2,213,281 underlying Shares within the meaning of Part XV of the SFO. The 2,213,281 underlying Shares represent 780,661 Shares and 1,432,620 Shares which would be allotted and issued upon the exercise in full of the options granted to Mr. Bai on 27 May 2009 and 30 January 2012 under the share option schemes of the Company with an exercise price of HK\$0.854 per Share and HK\$0.5503 per Share respectively. Save as disclosed above, as at the date of this announcement, Mr. Bai is not interested in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above as finance manager of Yue Da Group (HK) Company Limited, a substantial shareholder of the Company, Mr. Bai does not have any relationship with any other directors, senior management and substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

The Board would like to extend its warmest welcome to Mr. Bai for joining the Board.

RE-DESIGNATION OF DIRECTOR

With effect from 10 October 2014, Mr. Dong Li Yong (“**Mr. Dong**”) ceased to be an executive Director and has been re-designated as a non-executive Director and vice chairman of the Board.

Mr. Dong, aged 43, joined the Group in 1995. Mr. Dong was a Director of the Company from 2001 to October 2014. He also held office of vice chairman of the Board and CEO. He resigned as CEO on 29 September 2014 due to other personal commitment. He graduated from the People’s University of China, Beijing in 1995 with a bachelor degree in economics, majored in marketing. In May 2005, Mr. Dong graduated from the Haas School of Business, University of California, Berkeley with a master degree in business administration.

Mr. Dong was a non-executive director of China Dredging Environment Protection Holdings Limited (stock code: 871) from May 2011 to April 2012. Save as disclosed, Mr. Dong does not hold any other major appointments or professional qualifications and has not held any directorship in any other listed public companies during the last three years preceding the date of this announcement.

No service contract has been entered into between the Company and Mr. Dong in respect of his appointment as a non-executive Director. The office of Mr. Dong being a non-executive Director shall be subject to the re-election requirements in accordance with the articles of association of the Company and the Listing Rules. Mr. Dong shall be entitled to a monthly remuneration as a non-executive Director of RMB40,000. The amount of remuneration to be

received by Mr. Dong is determined with reference to his experience and the period of his employment in the Group, the remuneration standard in the industry and the prevailing market conditions.

As at the date of this announcement, Mr. Dong has personal interests in 3,000,000 Shares and 4,672,952 underlying Shares within the meaning of Part XV of the SFO. The 4,672,952 underlying Shares represent 1,489,352 Shares and 3,183,600 Shares which would be allotted and issued upon the exercise in full of the options granted to Mr. Dong on 27 May 2009 and 30 January 2012 under the share option schemes of the Company with an exercise price of HK\$0.854 per Share and HK\$0.5503 per Share respectively. Save as disclosed above, as at the date of this announcement, Mr. Dong is not interested in any shares of the Company within the meaning of Part XV of the SFO.

Mr. Dong does not have any relationship with any other directors, senior management and substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there is no other matter relating to the re-designation or appointment (as the case may be) of Mr. Dong, Mr. Bai or Mr. Hu that needs to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed under Rule 13.51(2)(h)-(v) of the Listing Rules.

CHANGE OF MEMBERS OF BOARD COMMITTEES

With effect from 10 October 2014, Mr. Dong ceased to be a member of the remuneration committee (“**Remuneration Committee**”) and the nomination committee (“**Nomination Committee**”) of the Board. Mr. Hu, one of the executive Directors, was appointed as a member of the Remuneration Committee and the Nomination Committee.

CHANGE OF AUTHORISED REPRESENTATIVES

With effect from 10 October 2014, (i) Mr. Dong and Mr. Liu Xiaoguang (“**Mr. Liu**”) ceased to be authorised representatives of the Company under Rule 3.05 of the Listing Rules (“**Authorised Representatives**”); and (ii) Mr. Hu and Mr. Bai were appointed as Authorised Representatives of the Company.

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

Hong Kong, 10 October 2014

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

Annex
Directorship of Mr. Hu and Mr. Bai in other members of the Group

Name of subsidiary of the Company	Mr. Hu	Mr. Bai
Yue Da Mining Limited	√	√
Yue Da Infrastructure Limited	√	√
Moral Well Enterprises Limited	√	√
Yuelong Limited* (悦龍有限公司)	√	√
Joy East Group Limited* (悦東集團有限公司)	√	√
Yuelong (Yaoan) Limited* (悦龍(姚安)有限公司)	√	√
Joy Pride International Limited* (悦豪國際有限公司)	√	√
Fly Ascent Group Limited (飛昇集團有限公司)	√	√
Long Grand Investments Limited* (長鴻投資有限公司)	√	√
Yue Da Prosper Limited* (悦達川旺有限公司)	√	√
Yue Da Pingchuan Limited	√	√
Absolute Apex Limited	√	√
Ample Source Investment Limited	√	√
Langfang Tongda Highway Co. Ltd.		√
Baoshan Feilong Nonferrous Metal Co., Ltd.	√ <i>(chairman of the board)</i>	√
Yaoan Feilong Mining Co., Ltd.	√ <i>(chairman of the board)</i>	√
Tengchong Ruitu Mining and Technology Company Limited	√ <i>(chairman of the board)</i>	√
Tong Ling Guan Hua Mining Company Limited	√	√

* For identification purpose only.