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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)**

## **COMPLETION OF CONNECTED TRANSACTION RELATING TO SUBSCRIPTION OF NEW SHARES**

Reference is made to the circular (the “**Circular**”) issued by Yue Da Mining Holdings Limited (the “**Company**”) dated 7 December 2016 in relation to, among others, the Subscription and application for the Whitewash Waiver. Unless otherwise the context requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

### **COMPLETION OF THE SUBSCRIPTION**

The Board is pleased to announce that all conditions precedent have been fulfilled and the Completion took place on 30 December 2016 in accordance with the terms and conditions of the Subscription Agreement. A total of 250,000,000 Subscription Shares, representing approximately 21.39% of the issued share capital of the Company as enlarged by the issue of the Subscription Shares, have been allotted and issued by the Company to the Subscriber at the Subscription Price of HK\$0.38 per Subscription Share. Accordingly, immediately after the Completion, the issued share capital of the Company is 1,168,626,516.

## CHANGES IN THE SHAREHOLDING OF THE COMPANY

Set out below is a table showing the shareholding structure of the Company (i) immediately before Completion; (ii) immediately after Completion (assuming no Outstanding Options are exercised) and (iii) immediately after Completion (assuming all Outstanding Options are exercised).

	Immediately before Completion		Immediately after Completion (assuming no Outstanding Options are exercised)		Immediately after Completion (assuming all Outstanding Options are exercised)	
	No. of Shares	Approximately %	No. of Shares	Approximately %	No. of Shares	Approximately %
The Subscriber	407,241,333	44.33	657,241,333	56.24	657,241,333	54.40
Mr. Qi Guangya (“ <b>Mr. Qi</b> ”) (Note 1)	–	–	–	–	2,018,116	0.17
Sub-total of the Subscriber and its parties acting in concert	407,241,333	44.33	657,241,333	56.24	659,259,449	54.57
Mr. Hu Huaimin (“ <b>Mr. Hu</b> ”) (Note 2)	1,130,666	0.12	1,130,666	0.10	3,901,536	0.32
Mr. Bai Zhaoxiang (“ <b>Mr. Bai</b> ”) (Note 3)	–	–	–	–	2,213,281	0.18
Holder of Outstanding Options (Other than Mr. Qi, Mr. Hu and Mr. Bai)	–	–	–	–	32,463,792	2.69
Other public Shareholders	510,254,517	55.55	510,254,517	43.66	510,254,517	42.24
<b>TOTAL</b>	<b>918,626,516</b>	<b>100.00</b>	<b>1,168,626,516</b>	<b>100.00</b>	<b>1,208,092,575</b>	<b>100.00</b>

### Notes:

1. Mr. Qi is a non-executive Director and is also a director of Jiangsu Yue Da.
2. Mr. Hu is an executive Director.
3. Mr. Bai is an executive Director.

By order of the Board  
**Yue Da Mining Holdings Limited**  
**Hu Huaimin**  
*Executive Director and Chief Executive*

Hong Kong, 30 December 2016

*As at the date of this announcement, the Board comprises the following members: (a) as non-executive Directors, Mr. Wang Lian Chun and Mr. Qi Guangya; (b) as executive Directors, Mr. Mao Naihe, Mr. Hu Huaimin and Mr. Bai Zhaoxiang; and (c) as independent non-executive Directors, Mr. Cui Shu Ming, Dr. Liu Yongping and Mr. Cheung Ting Kee.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable inquiries, that to the best of their knowledge, their opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*