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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)

VOLUNTARY ANNOUNCEMENT COMPLETION OF TRANSFER OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made by Yue Da Mining Holdings Company Limited (the “**Company**”) on a voluntary basis.

COMPLETION OF THE TRANSFER OF SHARES IN THE COMPANY

The Company was informed by Yue Da Group (H.K.) Co., Limited (the “**Vendor**”), the controlling shareholder of the Company, that all the conditions of the share purchase agreement entered into between the Vendor and Yueda Capital (HK) Limited (the “**Purchaser**”) for the transfer of 600,000,000 shares in the Company (approximately 51.34% of the entire issued share capital of the Company) from the Vendor to the Purchaser (the “**Transfer**”) for a consideration of RMB378,000,000 (the “**Share Purchase Agreement**”) have been fulfilled, and the completion of the Transfer (the “**Completion**”) took place on 27 August 2018.

Both the Vendor and the Purchaser are wholly ultimately beneficially owned by Jiangsu Yue Da Group Company Limited, a limited company established in the Peoples Republic of China.

The Vendor has obtained the waiver from the Securities and Futures Commission from the obligation to make a general offer for the Shares not owned or agreed to be allotted to the Purchaser as a result of the Transfer pursuant to Note 6(a) on dispensations from Rule 26 of the Introduction to the Codes on Takeovers and Mergers and Share Buy-backs.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table shows the shareholding structure: (i) immediately before Completion; and (ii) immediately after Completion:

	Immediately before Completion		Immediately after Completion	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
Shareholders				
Vendor	808,976,333	69.22	208,976,333	17.88
Purchaser	–	–	600,000,000	51.34
Public Shareholders	359,650,183	30.78	359,650,183	30.78
Total	<u>1,168,626,516</u>	<u>100%</u>	<u>1,168,626,516</u>	<u>100%</u>

Notes:

- 1) The percentage figures have been subject to rounding adjustments. Accordingly, the total of the percentage figures as presented may not be equal to the arithmetic sum of the individual items.

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

Hong Kong, 30 August 2018

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, Mr. Cai Baoxiang and Mr. Bai Zhaoxiang; and (c) as independent non-executive Directors, Mr. Cui Shu Ming, Dr. Liu Yongping and Mr. Cheung Ting Kee.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.