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Wanguo International Mining Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3939)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Wanguo International Mining Group Limited (the “**Company**”) hereby announce that Mr. Li Hongchang (“**Mr. Li**”) has tendered his resignation as an independent non-executive Director and a member of the audit committee of the Board, both with effect from 22 December 2015, due to his personal health reason.

Mr. Li has confirmed that he has no disagreement with the Board. Both Mr. Li and the Board are not aware of any matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Mr. Li for his services and valuable contributions to the Company during his tenure of office with the Company.

Following the resignation of Mr. Li, the number of independent non-executive Directors does not represent one-third of the Board as required under Rules 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

In order to comply with the required number of independent non-executive Directors under the Listing Rules, the Company will use its best endeavour to identify a suitable candidate to fill up the vacancy arising from the resignation of Mr. Li as mentioned above as soon as practicable and in any event within three months required under Rule 3.11 of the Listing Rules, and will make further announcement(s) as and when appropriate.

By Order of the Board

Wanguo International Mining Group Limited

Gao Mingqing

Chairman

Hong Kong, 22 December 2015

As at the date of this announcement, the Board comprises Mr. Gao Mingqing (Chairman), Ms. Gao Jinzhu, Mr. Xie Yaolin and Mr. Liu Zhichun as executive Directors; Mr. Li Kwok Ping, Mr. Lee Hung Yuen and Mr. Wen Baolin as non-executive Directors; and Dr. Lu Jian Zhong, Mr. Qi Yang and Mr. Shen Peng as independent non-executive Directors.