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CHINA ASEAN RESOURCES LIMITED

神州東盟資源有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8186)

CHANGE OF DIRECTORS

The Board announces that with effective from 4 September 2014:

- (a) Mr. Gong has tendered his resignation as an executive Director;
- (b) Mr. Zhang has tendered his resignation as an independent non-executive Director as well as the chairman of the Audit Committee, the Nomination Committee and the Remuneration Committee;
- (c) Ms. Pang has been appointed as an independent non-executive Director as well as the chairman of the Audit Committee, the Remuneration Committee and the Nomination Committee.

RESIGNATION OF DIRECTORS

The board (the “Board”) of directors (the “Directors”) of China Asean Resources Limited (the “Company”) announces that with effective from 4 September 2014:

- (i) Mr. Gong Ting (“Mr. Gong”) has tendered his resignation as an executive Director due to his other business commitment which requires more of his time; and
- (ii) Mr. Zhang Ying (“Mr. Zhang”) has tendered his resignation as an independent non-executive Director as well as the chairman of the audit committee (the “Audit Committee”), the nomination committee (the “Nomination Committee”) and the remuneration committee (the “Remuneration Committee”) of the Company due to his other business commitment which requires more of his time.

Each of Mr. Gong and Mr. Zhang has confirmed that he has no disagreement with the Board and there are no other matters relating to their resignation which need to be brought to the attention of the shareholders of the Company. Mr. Gong and Mr. Zhang have also confirmed that they have no claims against the Company whether by way of compensation, severance payments, expenses or otherwise.

APPOINTMENT OF DIRECTOR

The Board has resolved to appoint Ms. Pang King Sze, Rufina (“Ms. Pang”) as an independent non-executive Director as well as the chairman of the Audit Committee, the Remuneration Committee and the Nomination Committee respectively with effect from 4 September 2014.

Ms. Pang, aged 40, has more than 15 years of experience in the areas of audit, financial management and internal control. She used to work with two renowned international accounting firms for a number of years and is currently the co-founder and a partner of a certified public accountants firm in Hong Kong. Ms. Pang is a member of the Hong Kong Institute of Certified Public Accountants and a member of the New Zealand Institute of Chartered Accountants. Ms. Pang holds a bachelor’s degree in business from the University of Auckland.

As at the date of this announcement, Ms. Pang (i) does not have any relationship with any directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

There is currently no service contract entered into between the Company and Ms. Pang and she will hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election bye-laws at the annual general meeting of the Company in accordance with the bye-laws of the Company. The remuneration of Ms. Pang will be determined with reference to her duties and responsibilities to be decided at a later date by the Board.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited and there are no other matters in relation to the appointment of Ms. Pang that need to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to express its gratitude to Mr. Gong and Mr. Zhang for their contribution during their term of service with the Company and warmly welcome Ms. Pang joining the Board.

By Order of the Board
China Asean Resources Limited
Zeng Lingchen
Executive Director

Hong Kong, 4 September 2014

As at the date of this announcement, the board of Directors of the Company comprises four executive directors, namely, Ms. Yu Xiao Min, Mr. Chultemsuren Gankhuyag, Mr. Leung Sze Yuan, Alan and Mr. Zeng Lingchen; and three independent non-executive directors, namely Ms. Pang King Sze, Rufina, Mr. Hong Bingxian and Ms. Wen Huiying.

This announcement, for which the Director collectively and individually accepts full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, have made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the “Latest Company Announcement” page of the GEM website at <http://www.hkgem.com> for seven days after the date of publication and on the website of the Company at <http://www.chinaaseanresources.com>.