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IR RESOURCES LIMITED

同仁資源有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8186)

MAJOR TRANSACTION – FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO FORMATION OF JOINT VENTURE AND BUSINESS RESTRUCTURING OF THE GROUP AND EXTENSION OF LONG STOP DATE

FURTHER DELAY IN DESPATCH OF CIRCULAR

As additional time is required for the Company to finalise certain information in the circular, the date of despatch of the circular will be extended to no later than 31 December 2015.

EXTENSION OF LONG STOP DATE

The Board announces that the long stop date of the Subscription Agreement will be extended from 31 October 2015 to 31 December 2015 pursuant to the supplemental agreement entered into amongst, the Company and the Subscribers on 30 October 2015.

Reference is made to the announcement (the “Announcements”) of the Company dated 17 July and 31 August 2015 in relation to, among other things, the Subscription and delay in despatch of the circular. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As stated in the Announcements, the circular (the “Circular”) relating to the Subscription is expected to be despatched to the Shareholders on or before 31 October 2015. Since additional time is required for the Company to finalise certain information to be included in the circular, the date of despatch of the circular will be extended to no later than 31 December 2015.

EXTENSION OF THE LONG STOP DATE

As disclosed in the Announcements, the conditions precedent of the Subscription shall be fulfilled on or before 31 October 2015 (or such later date as the parties under the Subscription Agreement may agree). As additional time is required for the parties to the Subscription Agreement for fulfilling the conditions precedent, including but not limited to the preparation of the Circular, the Company and the Subscribers have entered into a supplementary agreement on 30 October 2015 to extend the long stop date of the Subscription Agreement to 31 December 2015 (or such later date as the parties under the Subscription Agreement may agree). Save and except for the aforesaid extension of the long stop date of the Subscription Agreement, all other terms of the Subscription Agreement shall remain unchanged.

By Order of the Board
IR RESOURCES LIMITED
Yu Xiao Min
Chairlady of the Board of Directors

Hong Kong, 1 November 2015

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Ms. Yu Xiao Min, Ms. Xu Miaoxia and Mr. Zeng Lingchen; and three independent non-executive Directors, namely Ms. Pang King Sze, Rufina, Mr. Hong Bingxian and Mr. Hung Kenneth.

This announcement, for which the Directors collectively and individually accept 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, having 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 herein or 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 the publication and will be published on the website of the Company “<http://www.irresources.com.hk>”.