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Asia Resources Holdings Limited
亞洲資源控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

**RESIGNATION OF CHIEF EXECUTIVE OFFICER,
EXECUTIVE DIRECTORS AND MEMBERS OF NOMINATION
COMMITTEE AND REMUNERATION COMMITTEE;
AND
APPOINTMENT OF EXECUTIVE DIRECTORS;
AND
CHANGE OF AUTHORISED REPRESENTATIVES AND
PROCESS AGENTS;
AND
CHANGE OF COMPANY SECRETARY**

The Board announces that with effect from 23 January 2015:

- (i) Mr. Wang Shi has resigned as Chief Executive Officer, Executive Director, Member of each of the Nomination Committee and Remuneration Committee of the Company;
- (ii) Mr. Lu Jianling and Mr. Sun Sizhi have resigned as Executive Directors;
- (iii) Mr. Huang Yilin and Mr. Chan Shi Yin, Keith have been appointed as Executive Directors;
- (iv) Mr. Chan Shi Yin, Keith has been appointed as the Authorised Representative and Process Agent of the Company;

* For identification purposes only

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| <p>(v) Mr. Cheng Mei Chau resigned as Company Secretary, Authorised Representative and Process Agent; and</p> <p>(vi) Mr. Law Ho Ming has been appointed as Company Secretary, Authorised Representative and Process Agent.</p> |
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RESIGNATION OF EXECUTIVE DIRECTORS, MEMBERS OF NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

The board of directors (the “**Board**”) of Asia Resources Holdings Limited (the “**Company**”) announces that with effect from 23 January 2015:

- (1) Mr. Wang Shi (“**Mr. Wang**”) has resigned as (i) Chief Executive Officer; (ii) Executive Director; and (iii) Member of each of Nomination Committee and Remuneration Committee due to his further other business engagements which require more of his dedication;
- (2) Mr. Lu Jianling (“**Mr. Lu**”) and Mr. Sun Sizhi (“**Mr. Sun**”) have resigned as Executive Directors due to their further other business engagements which require more of their dedication.

The Board, Mr. Wang, Mr. Lu and Mr. Sun confirm that there are no disagreement with each other and there are no any other matter relating to their resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board takes this opportunity to express its sincere gratitude to Mr. Wang, Mr. Lu and Mr. Sun for their valuable contribution to the Company during their tenure of services

APPOINTMENT OF EXECUTIVE DIRECTORS, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board further announces that Mr. Huang Yilin (“**Mr. Huang**”) and Mr. Chan Shi Yin, Keith (“**Mr. Chan**”) have been appointed as executive Directors of the Company with effect from 23 January 2015.

Mr. Chan Shi Yin, Keith has also been appointed as (i) an authorized representative of the Company under The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Authorised Representative**”) and (ii) the authorized representative of the Company for the purpose of accepting service of process and notices in Hong Kong (the “**Process Agent**”) with effect from 23 January 2015.

Biographical details of Mr. Chan and Mr. Huang are set out as follows:

Mr. Huang Yilin (“Mr. Huang”)

Mr. Huang Yilin, aged 46, graduated from The Institute of Finance and Economics of Radio and Television (電大財經學院) in 1992 and is engaged in management related works since graduation. During the past years, Mr. Huang was the general manager of Shantou Sanye Plastic Company Limited (汕頭市三葉塑料有限公司), Shenzhen China Investment Company Limited (深圳市中聯資有限公司), Shenzhen Rihuisheng Group Company Limited (深圳市日匯盛集團有限公司) and Shenzhen Hongxun Investment Company Limited (深圳市鴻訊投資有限公司) respectively and has extensive theoretical knowledge and practical experience in corporate modern management.

As at the date of this announcement, Mr. Huang has personal interests in 7,800,000 shares and an aggregate principal amount of HK\$19,000,000 – 12% coupon Convertible Notes due 2016 (at a conversion price of HK\$0.38) (equivalent to 50,000,000 conversion shares) of the Company within the meaning of Part XV of the SFO. As such, Mr. Huang’s total interests represent 3.2% of the existing issued share capital of the Company.

Save as disclosed above, Mr. Huang has not held any other directorships in any public listed companies in the last three years and does not have any other major appointment or professional qualifications. Mr. Huang is not connected with any directors, senior management or any other substantial or controlling shareholders of the Company.

A letter of appointment has been entered into between the Company and Mr. Huang in respect of his appointment as executive Director commencing on 23 January 2015. Mr. Huang is not appointed for a specific term except that he is subject to retirement and re-election in accordance with the provision of the Company's bye-laws. Mr. Huang will hold office until the next general meeting of the Company and will be eligible for re-election at such general meeting in accordance with the bye-laws of the Company. He will be entitled to a monthly director's fee of HK\$32,000 which is recommended by the Remuneration Committee and determined by the Board with reference to his duties and responsibilities and the prevailing market conditions.

Save as disclosed above, there is no information to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the shareholders of the Company in connection with the appointment of Mr. Huang.

Mr. Chan Shi Yin, Keith (“Mr. Chan”)

Mr. Chan Shi Yin, Keith, aged 54, has 30 years of experience in finance, investment and management and worked in different sectors such as insurance, bullion and foreign exchange investment, project mergers and acquisitions, corporate consulting services and fund investment. Mr. Chan was the regional manager of American International Assurance Company (Bermuda) Limited (美國友邦保險(百慕達)有限公司) from 1984 to 1992 and senior vice president of Emperor Financial Services Group (英皇金融集團) from 1992 to 1994. Since then, he founded Top Gun Investment Limited, his self-financing financial investment company, in 1994 and was the president until 2013. Top Gun provides corporate planning and consulting services to enterprises in listing, project investments (especially in real estate and new energy industry), corporate finance and solicitation of business. From 2013 to date, Mr. Chan founded TIEN Credit Limited and is a director. This company provides different financial credit services to institutional clients and corporate shareholders, especially to listed corporate shareholders. Mr. Chan is also the chairman of the board and executive director of Hong Kong TIEN Group and the president and executive director of China New Energy Group Holdings Limited since 2013, responsible for fund management, including new energy industry fund and securities investment fund. Moreover, Mr. Chan also sets up fund management company and industrial merger and acquisition fund in China.

As at the date of this announcement, Mr. Chan has personal interests in 1,200,000 shares of the Company and corporate interests in an aggregate principal amount of HK\$9,997,800 – 12% coupon Convertible Notes due 2016 (at a conversion price of HK\$0.38) (equivalent to 26,310,000 conversion shares) of the Company through Mr. Chan’s wholly owned company, TIEN Credit Limited, within the meaning of Part XV of the SFO. As such, Mr. Chan’s total interests represent 1.52% of the existing issued share capital of the Company.

Save as disclosed above, Mr. Chan has not held any other directorships in any public listed companies in the last three years and does not have any other major appointment or professional qualifications. Mr. Chan is not connected with any directors, senior management or any other substantial or controlling shareholders of the Company.

A letter of appointment has been entered into between the Company and Mr. Chan in respect of his appointment as executive Director commencing on 23 January 2015. Mr. Chan is not appointed for a specific term except that he is subject to retirement and re-election in accordance with the provision of the Company’s bye-laws. Mr. Chan will hold office until the next general meeting of the Company and will be eligible for re-election at such general meeting in accordance with the bye-laws of the Company. He will be entitled to a monthly director’s fee of HK\$32,000 which is recommended by the Remuneration Committee and determined by the Board with reference to his duties and responsibilities and the prevailing market conditions.

Save as disclosed above, there is no information to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the shareholders of the Company in connection with the appointment of Mr. Chan.

The Board would like to take this opportunity to welcome Mr. Huang and Mr. Chan to join the Board.

CHANGE OF COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board further announces that Mr. Cheng Mei Chau (“**Mr. Cheng**”) has resigned as (i) the Company Secretary of the Company, (ii) Authorised Representative and (iii) Process Agent with effect from 23 January 2015. Mr. Cheng has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange in relation to his resignation.

The Board also announces that Mr. Law Ho Ming (“**Mr. Law**”) has been appointed as Company Secretary, Authorised Representative and Process Agent of the Company with effect from 23 January 2015 to fill the vacancy arising from the resignation of Mr. Cheng.

Mr. Law Ho Ming, is a fellow member of the Association of Chartered Certified Accountants and also a member of the Hong Kong Institute of Certified Public Accountants. Mr. Law holds a degree of Bachelor of Arts in Accountancy from Hong Kong Polytechnic University and Master of Science in Applied Accounting and Finance from Hong Kong Baptist University. Mr. Law has over 10 years of experience in accounting and auditing. Mr. Law previously worked in a listed company as chief financial officer and company secretary.

The Board would like to express its sincere gratitude to Mr. Cheng for his valuable contribution to the Company during the tenure of his office.

By Order of the Board
Asia Resources Holdings Limited
Lin Chengdong
Executive Director

Hong Kong, 23 January 2015

As at the date of this announcement, the Board consists of three executive directors, Mr. Lin Chengdong, Mr. Huang Yilin, Mr. Chan Shi Yin, Keith; one non-executive director, Mr. Tong Leung Sang and three independent non-executive directors, Mr. Zhang Xianlin, Mr. Lum Pak Sum and Mr. Kwok Hong Yee, Jesse.