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## **REAL GOLD MINING LIMITED**

**瑞 金 礦 業 有 限 公 司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 246)**

### **CHANGE OF CHIEF EXECUTIVE OFFICER**

The Board announces that with effect from 4 August 2017, Mr. Sean Zhang, an executive director, has resigned as the chief executive officer of the Company and Mr. Zhang Yanchun, an executive director, has been appointed as the chief executive officer of the Company. Mr. Sean Zhang will remain as an executive director.

The board of directors (the “Board”) of Real Gold Mining Limited (the “Company”) announce that with effect from 4 August 2017, Mr. Sean Zhang, an executive director, has resigned as the chief executive officer of the Company due to family commitments and Mr. Zhang Yanchun, an executive director, has been appointed as the chief executive officer of the Company. Mr. Sean Zhang will remain as an executive director of the Company.

Mr. Sean Zhang has confirmed that there is no matter that needs to be brought to the attention of the shareholders of the Company in respect of his resignation as the chief executive officer.

#### **The biographical details of Mr. Zhang Yanchun is set out below:**

Mr. Zhang Yanchun, aged 38, has been the supervisor of Inner Mongolia Jinxinyuan Trading Co. Ltd. (a subsidiary of the Group) since 22 August 2016. He was the deputy general manager of the Company from 12 December 2016 to 19 June 2017 and served as the deputy chief executive officer of the Company from 20 June 2017 to 3 August 2017. He has since May 2015 been, and is currently, a director of Rosy China Enterprise Limited (“Rosy China”), a substantial shareholder of the Company and has since June 2015 been, and is currently, a director of Quanmin Investments Limited (“Quanmin”), a substantial Shareholder of the Company.

Save as disclosed above, Mr. Zhang Yanchun does not hold any other position with the Company or any of its subsidiaries and has not held any other directorships in listed public companies or any other major appointment during the last three years.

As at the date of this announcement, Quanmin was interested in 226,250,667 shares of the Company, representing approximately 24.90% of the issued share capital of the Company. As at the date of this announcement, Quanmin was 100% controlled by Rosy China, which was in turn controlled by Mr. Zhang Yanchun and another shareholder. Mr. Zhang Yanchun is therefore deemed to be interested in the 226,250,667 shares of the Company held by Quanmin pursuant to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Zhang Yanchun does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholder of the Company and does not have any interest in the shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement.

Mr. Zhang Yanchun entered into a service agreement on 20 June 2017 with the Company in relation to his appointment as executive director for a term of 3 years. Under the service agreement, Mr. Zhang Yanchun is entitled to a director's fee of HK\$60,000 per month and a salary of HK\$30,000 per month for performing the roles and functions of a director in the capacity of an employee. The remuneration package of Mr. Zhang Yanchun will not be adjusted following the change, but it will be reviewed from time to time by the nomination and remuneration committee of the Company and will be determined by the Board by reference to the remuneration benchmark in the industry and the prevailing market conditions.

Save as disclosed above, Mr. Zhang Yanchun has confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company regarding his appointment and there is no other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited relating to the appointment of Mr. Zhang Yanchun.

By Order of the Board  
**Real Gold Mining Limited**  
**Lu Chunxiang**  
*Chairman*

Hong Kong, 4 August 2017

*As at the date of this announcement, the executive directors are Mr. Lu Chunxiang (Chairman), Mr. Zhang Yanchun, Mr. Li Feng, Mr. Sean Zhang, Mr. Wang Chunqi, Mr. Shao Jiulin and Mr. Kirk Vincent Wiedemer; and the independent non-executive directors are Mr. Liu Aiguo, Ms. Zhang Hui, Ms. Ge Huiyun and Mr. Guo Honggang.*