

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



LINGJIN

灵 金

**Lingbao Gold Company Ltd.**

**靈寶黃金股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock code : 3330)**

### **CLARIFICATION ANNOUNCEMENT IN RELATION TO RESIGNATION OF DIRECTOR**

Reference is made to the Company's announcement dated 17 January 2014 in relation to the resignation of the Directors (the "Announcements"). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise specified.

The Company would like to clarify that following the resignation of Mr. Yan, the Company fails to meet the requirements set out in Rules 3.10(2) and 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). Since Mr. Yan, chairman of the audit committee of the Company has resigned, the Board and the audit committee no longer comprises at least one independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise.

The Company is identifying suitable candidate to fill the vacancy as soon as practicable, with the relevant appointment to be made within three months from the effective date of Mr. Yan's resignation as required under Rules 3.11 and 3.23 of the Listing Rules. The Company will make further announcement as and when appropriate.

By order of the Board  
**Lingbao Gold Company Ltd.**  
**Jin Guangcai**  
*Chairman*

Henan Province, the PRC, 20 January 2014

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Jin Guangcai, Mr. Zhang Guo and Mr. He Chengqun; two non-executive Directors, namely Mr. Wang Yumin and Mr. Yang Liening; and three independent non-executive Directors, namely Ms. Du Liping, Mr. Han Qinchun and Mr. Xu Qiangsheng.*