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DAMENG
CITIC Dameng Holdings Limited
中信大錳控股有限公司*
(incorporated in Bermuda with limited liability)
(Stock Code: 1091)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(2) CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of CITIC Dameng Holdings Limited (the “**Company**”) announces that Mr. Mo Shijian (“**Mr. Mo**”) has resigned from his position as an independent non-executive Director of the Company to focus on his other personal commitments with effect from 21 July 2018. Upon his resignation, he has ceased to be the Chairman of the remuneration committee and a member of the audit committee and nomination committee of the Company.

The Board has not received any notice of disagreement with the Board from Mr. Mo and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company. The Board would like to express its sincere gratitude to Mr. Mo for his past contributions to the Group in the past years during his terms of service.

Following the resignation of Mr. Mo with effect from 21 July 2018, the Company has two independent non-executive Directors, the audit committee of the Board comprises only two members, and the remuneration committee and nomination committee comprises the chairman of the Board and two independent non-executive Directors. It results in non-compliance with the requirements under Rules 3.10(1), 3.10A, 3.21 and 3.25 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and code provision A.5.1 of Corporate Governance Code contained in Appendix 14 of the Listing Rules.

The Board will make its best endeavours to identify suitable candidate(s) to fill up the vacancy arising from the above resignation as soon as practicable and ensure re-compliance by the Company with the relevant requirements under the Listing Rules. The Company will make further announcement(s) in this regard in due course.

CHANGES IN COMPOSITION OF THE BOARD COMMITTEES

The Board hereby further announces the following changes in composition of the Board committees.

With effect from 21 July 2018, the remuneration committee shall comprise Mr. Yin Bo (“**Mr. Yin**”), Mr. Li Weijian (“**Mr. Li**”), Mr. Lin Zhijun (“**Mr. Lin**”) and Mr. Tan Zhuzhong (“**Mr. Tan**”) as its members.

With effect from 21 July 2018, the audit committee shall comprise Mr. Lin as its chairman, and Mr. Tan as its member.

With effect from 21 July 2018, the nomination committee shall comprise Mr. Tan as its chairman, and Mr. Yin, Mr. Li and Mr. Lin as its members.

For details of the composition of each of the Board committees, please refer to the List of Directors and their Role and Function of the Company dated 21 July 2018.

By order of the Board

CITIC DAMENG HOLDINGS LIMITED

Yin Bo

Chairman

Hong Kong, 21 July 2018

As at the date of this announcement, the executive Directors are Mr. Yin Bo and Mr. Li Weijian; the non-executive Directors are Mr. Suo Zhengang, Mr. Lyu Yanzheng and Mr. Chen Jiqui; and the independent non-executive Directors are Mr. Lin Zhijun and Mr. Tan Zhuzhong.

**For identification purpose only*