



CNMC

CNMC GOLDMINE HOLDINGS LIMITED

中色金礦有限公司

(Company Registration No.: 201119104K)

INVESTMENT IN A NEW SUBSIDIARY

The board of directors (the “**Board**”) of CNMC Goldmine Holdings Limited (“**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that the Company has subscribed for 999,996 new ordinary shares of RM1 each for a cash consideration of RM999,996 in a Malaysian incorporated company namely CNMC Mineral Exploration Sdn. Bhd. (“**CNMC Exploration**”) (the “**Investment**”). CNMC Exploration is incorporated on 28 July 2015 and its principal activity will be that of a mineral exploration and drilling services provider, to support the Group’s cost optimization programs to achieve all-in costs reduction and enhance profitability of the Group.

Pursuant to the Investment, the issued and paid-up capital of CNMC Exploration will increase from RM4 divided into 4 ordinary shares of RM1 each to RM1,000,000 divided into 1,000,000 ordinary shares of RM1 each. Accordingly, CNMC Exploration will be a 99.9996% owned subsidiary of the Company. The existing four (4) ordinary shares in CNMC Exploration are the subscriber shares held by Professor Lin Xiang Xiong (the Company’s Executive Chairman), Mr. Choo Chee Kong (the Company’s Executive Vice Chairman), Mr. Cheam Chee Chian (the Company’s Chief Financial Officer) and an unrelated third party. It is intended that the said individuals will transfer their subscriber shares in CNMC Exploration to the Company at a nominal fee of RM1 on a subsequent date.

The Investment is categorised as an interested person transaction pursuant to Chapter 9 of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (“Catalist Rules”), but it does not constitute a discloseable transaction and shareholders’ approval requirements under Rules 905(1), 905(2) and 906(1) of the Catalist Rules as the transaction value of the Investment is less than 3% of the Group’s latest audited net tangible assets.

The Investment was funded by the Company’s internal resources and is not expected to have a material effect on the net tangible assets per share and earnings per share of the Group for the current financial year ending 31 December 2015.

Save for Professor Lin Xiang Xiong and Mr. Choo Chee Kong, none of the directors or substantial shareholders of the Company has any interest, direct or indirect, in the aforesaid transaction save for their shareholdings (if any) in the Company.

By Order of the Board

Lim Kuoh Yang
Chief Executive Officer

6 August 2015

This announcement has been prepared by CNMC Goldmine Holdings Limited (the “Company”) and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “Sponsor”) for compliance with the Singapore Exchange Securities Trading Limited (the “SGX-ST”) Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Keng Yeng Pheng, Associate Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.