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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)**

### **ANNOUNCEMENT IN RELATION TO: (I) APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE; (II) APPOINTMENT OF MEMBERS OF REMUNERATION COMMITTEE; AND (III) ESTABLISHMENT OF NOMINATION COMMITTEE**

The Board hereby announces that Mr. Lum, an independent non-executive Director and a member of the Audit Committee, has been appointed the chairman of the Audit Committee, effective from the date hereof.

The Board also wishes to announce that Mr. Lum and Mr. Kwok were appointed members of the Remuneration Committee, effective from the date hereof.

The Board further wishes to announce that resolution has been passed by the Board to establish the Nomination Committee and Mr. Chim, Mr. Zhang, Mr. Lum and Mr. Kwok were appointed members of the Nomination Committee, effective from the date hereof. Mr. Kwok is also appointed the chairman of the Nomination Committee.

### **APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE**

Reference is made to the announcement of Asia Resources Holdings Limited (the “**Company**”) dated 9 August 2011 in which it was announced that Mr. Yiu Fai Ming, an independent non-executive director of the Company and chairman of the audit committee (the “**Audit Committee**”) of the Company, retired by rotation as independent non-executive director of the Company in accordance with the Bye-laws and the resolution in respect of his re-election was not passed by the shareholders of the Company as ordinary resolution at the conclusion of the annual general meeting held on 9 August 2011. Due to his retirement, he also ceased to be a member and the chairman of the Audit Committee.

\* *For identification purposes only*

The Board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that Mr. Lum Pak Sum (“**Mr. Lum**”) has been appointed the chairman of the Audit Committee by the Board, effective from the date hereof. Mr. Lum is currently an independent non-executive Director and a member of the Audit Committee.

The Audit Committee now comprises three independent non-executive Directors as members, namely Mr. Lum, Mr. Zhang Xianlin (“**Mr. Zhang**”) and Mr. Kwok Hong Yee, Jesse (“**Mr. Kwok**”).

Save for the vacancy caused by the retirement of Mr. Yiu Fai Ming on 9 August 2011, which was filled by the appointment of Mr. Kwok as an independent non-executive Director on 8 November 2011, the Company is in compliance with and has always been complied with the requirements under Rule 3.21 of the Listing Rules.

## **APPOINTMENT OF MEMBERS OF REMUNERATION COMMITTEE**

The Board also wishes to announce that Mr. Lum and Mr. Kwok were appointed members of the remuneration committee (the “**Remuneration Committee**”) of the Board, effective from the date hereof. The Remuneration Committee now comprises one executive Director, namely Mr. Chim Kim Lun, Ricky (“**Mr. Chim**”), and three independent non-executive Directors as members, namely Mr. Zhang, Mr. Lum and Mr. Kwok. Mr. Zhang is also the chairman of the Remuneration Committee.

## **ESTABLISHMENT OF NOMINATION COMMITTEE**

The Board also wishes to announce that resolution has been passed by the Board to establish the nomination committee (the “**Nomination Committee**”) of the Board, and Mr. Chim, Mr. Zhang, Mr. Lum and Mr. Kwok were appointed members of the Nomination Committee, effective from the date hereof. Mr. Kwok is also appointed the chairman of the Nomination Committee.

The terms of reference of the Nomination Committee will be made available on the Company's websites on [www.asiaresources899.com](http://www.asiaresources899.com) and [www.aplushk.com/clients/0899asiaresources](http://www.aplushk.com/clients/0899asiaresources).

By order of the Board  
**Asia Resources Holdings Limited**  
**Chim Kim Lun, Ricky**  
*Chairman*

Hong Kong, 28 November 2011

*As at the date of this announcement, the Board consists of three executive Directors, Mr. Chim Kim Lun, Ricky, Mr. Chan Sung Wai and Mr. Wong King Lam, Joseph; 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.*