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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)

TERMINATION OF THE SALE AND PURCHASE AGREEMENT IN RELATION TO THE ACQUISITION OF 100% EQUITY INTEREST IN SHAANXI TIANDI ZHONGLI ENERGY DEVELOPMENT COMPANY LIMITED#

Reference is made to the announcement (“**Announcement**”) of Asia Resources Holdings Limited (the “**Company**”) dated 29 June 2016 in connection with the Acquisition. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcement.

TERMINATION OF THE ACQUISITION

On 29 June 2016, the Purchaser, being an indirect wholly-owned subsidiary of the Company, entered into the Sale and Purchase Agreement with the Vendors in relation to the Acquisition, pursuant to which the Purchaser has agreed to purchase, and the Vendors have agreed to sell, 100% equity interest in the Target Company for the consideration of RMB31,200,000.

Pursuant to the Sale and Purchase Agreement, the Purchaser shall have right to terminate the Sale and Purchase Agreement if the Bank Account(s) was not opened within ninety (90) days from the date of the Sale and Purchase Agreement. As of the date of this announcement, the said obligation has not been fulfilled by the Vendors. After due and careful consideration, the Board decided not to proceed with the Acquisition.

* *For identification purposes only*

On 26 May 2017, the Purchaser has served a termination notice to the Vendors for, among other things, termination of the Sale and Purchase Agreement. No Consideration has been paid by the Company up to the date of this announcement.

The Board is of the view that the termination of the Sale and Purchase Agreement is fair and reasonable, and in the interest of the Company and its shareholders as a whole.

By order of the Board
Asia Resources Holdings Limited
Huang Yilin
Executive Director

Hong Kong, 29 May 2017

The English translation of the Chinese names or words in this announcement, where indicated, is included for identification purpose only, and should not be regarded as the official English translation of such Chinese names or words.

As at the date of this announcement, the Board consists of four executive directors, Mr. Huang Yilin, Mr. Chan Shi Yin, Keith, Mr. Liu Yan Chee, James and Mr. Chan Yuk Sang; and three independent non-executive directors, Mr. Zhang Xianlin, Mr. Kwok Hong Yee, Jesse and Mr. Ng Ping Yiu.