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## **Wanguo International Mining Group Limited**

**萬國國際礦業集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3939)**

### **ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by the Company pursuant to Rule 3.7 of the Takeovers Code.

Reference is made to the announcements of the Company dated 19 November 2018, 19 December 2018, 27 December 2018, 3 January 2019, 1 February 2019, 1 March 2019, 29 March 2019, 29 April 2019, 29 May 2019, 28 June 2019 and 28 July 2019 (the “**Announcements**”) in relation to the MOU entered into between the Selling Shareholders and the Potential Buyer in respect of the Possible Transaction. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

#### **TERMINATION OF THE MOU**

The Company has been informed that on 26 August 2019 the Potential Buyer and the Selling Shareholders have agreed to terminate the MOU, and their negotiations in respect of the Possible Transaction have terminated as the parties were unable to reach an agreement on the terms of the Formal Agreements.

#### **END OF OFFER PERIOD**

For the purpose of the Takeovers Code, the offer period ended on the date of this announcement.

**Shareholders and potential investors of the Company are advised to continue to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).**

By order of the Board  
**Wanguo International Mining Group Limited**  
**Gao Mingqing**  
*Chairman*

Hong Kong, 27 August 2019

*As at the date of this announcement, the Board comprises Mr. Gao Mingqing (Chairman), Ms. Gao Jinzhu, Mr. Xie Yaolin and Mr. Liu Zhichun as executive Directors; Mr. Li Kwok Ping, Mr. Lee Hung Yuen and Ms. Iu Ching as non-executive Directors; and Dr. Lu Jian Zhong, Mr. Qi Yang, Mr. Shen Peng and Mr. Xiong Zeke as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*