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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)

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES FROM 30 DECEMBER 2019 TO 1 JANUARY 2020

Reference is made to the announcements of Wanguo International Mining Group Limited (the “**Company**”) dated 30 September 2019 and 30 December 2019 in relation to resignation of Mr. Xiong as an independent non-executive Director (the “**Announcements**”). Capitalised terms used but not otherwise defined herein shall have the same meanings as those ascribed to them in the Announcements.

As disclosed in the Announcements, following the resignation of Mr. Xiong with effect from 30 September 2019, the number of independent non-executive Directors fell below one-third of the Board and the Company failed to meet the requirement under Rule 3.10A of the Listing Rules.

The Company had been considering potential candidates for appointment over the past months since 30 September 2019. Due to (1) the complicated and prolonged governmental approval procedure and/or (2) the time needed for internal verification of background information, for the potential candidates, additional time was required by the Company to identify and appoint a suitable candidate. The Company therefore applied to the Stock Exchange for a waiver from strict compliance with Rules 3.10A of the Listing Rules for a period of one month from 30 December 2019 for filling the vacancy (the “**Waiver Application**”).

Compliance with Rule 3.10A of the Listing Rules

Reference is made to the announcement of the Company dated 2 January 2020 in relation to appointment of Mr. Wang Xin (“**Mr. Wang**”) as an independent non-executive Director.

Following appointment of Mr. Wang with effect from 2 January 2020, the number of independent non-executive Directors represents at least one-third of the Board in compliance with Rule 3.10A of the Listing Rules. The Company subsequently amended the Waiver Application to cover the period from 30 December 2019 to 1 January 2020 and the Stock Exchange has granted to the Company, a waiver from strict compliance with Rules 3.10A of the Listing Rules for filling the vacancy for such period.

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

Hong Kong, 15 January 2020

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. Wang Xin as independent non-executive Directors.