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Rosan Resources Holdings Limited

融信資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 578)

1. RESIGNATION OF EXECUTIVE DIRECTOR AND 2. APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Rosan Resources Holdings Limited (the “**Company**”) wishes to announce that Mr. Wu Jiahong (“**Mr. Wu**”) has tendered his resignation as an executive director of the Company with effect from 14 September 2018. Mr. Wu resigned due to he needs to devote more time on his personal career development.

Mr. Wu confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Wu for his service and valuable contribution to the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board hereby also announces that Mr. Ma Wai Tong (“**Mr. Ma**”) has been appointed as an independent non-executive director of the Company with effect from 14 September 2018. Mr. Ma has also been appointed as a member of the audit committee, nomination committee and remuneration committee of the Board.

Mr. Ma, aged 46, holds a Bachelor’s degree in Accountancy and a Master’s degree of Professional Accounting from the Hong Kong Polytechnic University. Mr. Ma is the Group Chief Financial Officer and the Company Secretary of Truly International Holdings Limited (stock code :00732). Mr. Ma has more than 20 years of auditing, accounting and financing experience including four years with major international accounting firms and over ten years in senior accounting and financial positions in various industries. He is a member of the Hong

Kong Institute of Certified Public Accountants.

Mr. Ma is entitled to a director's fee of HK\$150,000 per annum, which is determined with reference to the prevailing market rate and his duties and responsibilities in the Company. Mr. Ma has not been appointed for any fixed term but is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Bye-laws of the Company.

As at the date of this announcement, (i) Mr. Ma does not hold any position in the Company or any of its subsidiaries, nor have any relationship with any director, senior management, substantial shareholder or controlling shareholder (having the meaning ascribed to it in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) of the Company; (ii) Mr. Ma does not have any current or past directorship in any public companies, the securities of which are listed on securities market(s) in Hong Kong or overseas in the last three years preceding the date of his appointment; and (iii) Mr. Ma does not have any interest in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) of the Company.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Ma which need to be brought to the attention of the shareholders of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Ma for his joining to the Company.

Following the appointment of Mr. Ma as an independent non-executive director of the Company and a member of the audit committee, nomination committee and remuneration committee of the Board, the Company is in compliance with the requirements of (i) having at least three independent non-executive directors on the Board under Rule 3.10(1) of the Listing Rules, (ii) having independent non-executive directors who represent at least one-third of the Board under Rule 3.10A of the Listing Rules, (iii) the minimum number of non-executive directors for formation of the audit committee of the Board under Rule 3.21 of the Listing Rules, and (iv) having a majority of independent non-executive directors for the nomination committee of the Board under code provision A.5.1 of the Corporate Governance Code contained in Appendix 14 of the Listing Rules.

By order of the Board
Rosan Resources Holdings Limited
Dong Cunling
Chairman

Hong Kong, 14 September 2018

As at the date of this announcement, the executive directors of the Company are Mr. Dong Cunling, Mr. Li Xiangfei, Mr. Sun Shusheng, Mr. Zhang Yi and Mr. Zhou Guangwen; the non-executive director of the Company is Mr. Li Chunyan; the independent non-executive directors of the Company are Dr. Chen Renbao, Mr. Ma Yueyong and Mr. Ma Wai Tong.