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太陽國際資源有限公司
SUN INTERNATIONAL RESOURCES LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8029)

DESPATCH OF CIRCULAR IN RELATION TO
(1) THE PROPOSED OPEN OFFER IN THE PROPORTION OF
ONE (1) OFFER SHARE FOR EVERY TWO (2) SHARES
HELD ON THE RECORD DATE;
(2) APPLICATION FOR WHITEWASH WAIVER; AND
(3) PROPOSED SHARE CONSOLIDATION

The Board announces that the Circular was despatched to the Shareholders on Monday, 23 December 2013.

Shareholders are advised to read carefully the contents of the Circular, in particular, the recommendation of the independent board committee and the letter of advice of the independent financial adviser to the independent board committee and the Independent Shareholders before considering the resolutions to approve the Transactions.

Reference is made to the First Announcement of the Company dated 28 October 2013 in relation to, among other matters, the Open Offer, the Underwriting Agreement, the Whitewash Waiver and the Share Consolidation (the “**Transactions**”) and the subsequent announcements of the Company dated 15 November 2013 and 9 December 2013 in relation to, among others, the delay in despatch of the Circular (the “**Announcements**”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcements.

DESPATCH OF CIRCULAR

The Board announces that the Circular including, among other things, (i) the details of the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver; (ii) the recommendation of the independent board committee in relation to the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver; (iii) a letter of advice from the independent financial adviser to the

independent board committee of the Company and the Independent Shareholders in relation to the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver; (iv) the Share Consolidation; and (v) a notice convening the EGM was despatched to the Shareholders on Monday, 23 December 2013.

Shareholders are advised to read carefully the contents of the Circular, in particular, the recommendation of the independent board committee and the letter of advice of the independent financial adviser to the independent board committee and the Independent Shareholders before considering the resolutions to approve the Transactions.

By order of the Board
Sun International Resources Limited
Cheng Mei Ching
Executive Director

Hong Kong, 23 December 2013

As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Cheng Ting Kong, Ms. Cheng Mei Ching, Mr. Lee Chi Shing, Caesar, Mr. Lo Kai Bong and Mr. Lui Man Wah and three independent non-executive Directors, namely, Mr. Chan Tin Lup, Trevor, Mr. Tou Kin Chuen and Mr. Wang Zhigang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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 statement in this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of posting and on the designed website of this Company at <http://www.sun8029.com/>.