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G-Resources Group Limited

國際資源集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1051)

**VOLUNTARY ANNOUNCEMENT
CHANGE OF SUBSTANTIAL SHAREHOLDER**

This announcement is made by G-Resources Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Board**”) of the Company was informed that on 21 May 2018, CST Group Limited, a substantial shareholder (as defined in the Listing Rules) of the Company, through its wholly-owned subsidiary, Skytop Technology Limited, sold an aggregate of 3,822,000,000 shares of the Company (the “**Shares**”), representing approximately 14.13% of the issued share capital of the Company as at the date of this announcement, at an aggregate consideration of HK\$267,540,000 at the price of HK\$0.07 per Share through cross trade, to PX Capital Management Ltd., a third party independent of the Company and its connected persons (as defined in the Listing Rules) (the “**Disposal**”).

After the completion of the Disposal, CST Group Limited (through Skytop Technology Limited) holds 804,958,790 Shares, representing approximately 2.98% of the issued share capital of the Company as at the date of this announcement, and had ceased to be a substantial shareholder of the Company.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in securities of the Company.

By Order of the Board
G-Resources Group Limited
Leung Oi Kin

Executive Director and Company Secretary

Hong Kong, 22 May 2018

As at the date of this announcement, the Board comprises:

- (i) Mr. Chiu Tao, Mr. Ma Xiao, Mr. Wah Wang Kei, Jackie, Mr. Leung Oi Kin and Mr. Leung Wai Yiu, Malcolm as executive directors; and*
- (ii) Mr. Lo Wa Kei, Roy, Mr. Chen Gong and Mr. Martin Que Meideng as independent non-executive directors.*

** For identification purpose only*