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TAUNG GOLD | **TAUNG GOLD INTERNATIONAL LIMITED**
壇金礦業有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 621)

COMPLETION OF PLACING OF NEW SHARES

The Board is pleased to announce that the conditions set out in the Placing Agreement have been fulfilled and the Placing was completed on 24 July 2015. An aggregate of 1,424,640,000 Placing Shares, representing approximately 10.03% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares as at the date of this announcement, have been successfully placed to not fewer than six Places at the Placing Price of HK\$0.107 per Placing Share.

Reference is made to the announcement of the Company dated 14 July 2015 (the “**Announcement**”) in relation to the Placing. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions set out in the Placing Agreement have been fulfilled and the Placing was completed on 24 July 2015 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 1,424,640,000 Placing Shares, representing approximately 10.03% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares as at the date of this announcement, have been successfully placed to not fewer than six Places, at the Placing Price of HK\$0.107 per Placing Share. The net proceeds from the Placing are approximately HK\$151.97 million (after deducting the placing commission for the Placing and other relevant expenses).

* *For identification purpose only*

The table below sets out the changes to the shareholding structure of the Company as a result of completion of the Placing:

	As at the date of this announcement		Immediate upon completion of the Placing	
	Number of Shares	Approximate % of shareholding	Number of Shares	Approximate % of shareholding
Shareholders				
Electrum Strategic Exploration Limited (Note 1)	2,295,047,831	17.96	2,295,047,831	16.16
Mandra Materials Limited (Note 2)	1,608,854,156	12.59	1,608,854,156	11.33
Mandra Esop Limited (Note 2)	28,218,369	0.22	28,218,369	0.20
Woo Foong Hong Limited (Note 2)	426,530,727	3.34	426,530,727	3.00
Gold Commercial Services Limited (Note 3)	1,175,742,718	9.20	1,118,582,718	7.88
Li Hok Yin (Note 4)	17,380,622	0.14	17,380,622	0.12
Walter Thomas Segsworth (Note 4)	1,000,000	0.01	1,000,000	0.01
Public				
Placees	–	–	1,424,640,000	10.03
Other public Shareholder	7,222,512,867	56.54	7,279,672,867	51.27
Total	<u>12,775,287,290</u>	<u>100</u>	<u>14,199,927,290</u>	<u>100</u>

Notes:

- (1) The entire share capital of Electrum Strategic Exploration Limited is wholly-owned by GRAT Holdings LLC. Hence, GRAT Holdings LLC is deemed to be interested in the Shares held by Electrum Strategic Exploration Limited for the purpose of SFO.
- (2) Mandra Materials Limited, Mandra Esop Limited and Woo Foong Hong Limited are 50% owned by Mr. Zhang Songyi. Hence, Mr. Zhang Songyi is deemed to be interested in the Shares held by Mandra Materials Limited, Mandra Esop Limited and Woo Foong Hong Limited for the purpose of SFO.
- (3) On 8 September 2011, the Company issued 1,130,141,116 new shares of the Company to Gold Commercial Services Limited (“GoldCom”) for granting the put options to South African resident shareholders of TGL in relation to the sale to the Company through GoldCom of 21,174,316 shares of TGL. On 10 June 2015, the Company issued 332,371,602 new Shares to GoldCom upon TGL Optionholders exercised 6,227,312 New TG Optionholder Put Options in relation to the sale of 6,227,312 TG Shares to the Company through GoldCom (as defined in the Company’s circular dated 4 November 2014).

- (4) Li Hok Yin is a Co-chairman and an Executive Director of the Company; Walter Thomas Segsworth is an Independent Non-executive Director of the Company.

By order of the Board
Taung Gold International Limited
Cheung Pak Sum
Executive Director

Hong Kong, 24 July 2015

As at the date of this announcement, the Board comprises eight Directors. The Executive Directors are Mr. Li Hok Yin, Mr. Christiaan Rudolph de Wet de Bruin, Mr. Neil Andrew Herrick, Ms. Cheung Pak Sum and Mr. Igor Levental. The Independent Non-executive Directors are Mr. Chui Man Lung, Everett, Mr. Li Kam Chung and Mr. Walter Thomas Segsworth.