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五礦建設有限公司* **MINMETALS LAND LIMITED**

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

CHANGES IN DIRECTORS

The board of directors (the “Board”) of Minmetals Land Limited (the “Company”) hereby announces that:

1. Due to changes in work posting, Mr. Tian Jingqi resigned as a non-executive director of the Company with effect from 20 August 2015; and
2. Mr. Lam Chung Lun, Billy is appointed as an independent non-executive director of the Company and a member of each of the Audit Committee, Nomination Committee and Remuneration Committee with effect from 1 September 2015.

Mr. Tian Jingqi confirmed that he has no disagreement with the Board and he is not aware of any matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company.

Mr. Lam Chung Lun, Billy, aged 67, graduated from the Hong Kong University in 1970 with a Bachelor of Arts, Honours Degree and obtained in 1986 a Master Degree in Science of Management from the Stanford Graduate School of Business of U.S.A. Mr. Lam joined the Hong Kong Government as Administrative Officer in 1970 and had served various government departments for housing, environmental protection, land administration, procurement, financial services and infrastructural development affairs. He was appointed to the positions of Director of Hong Kong Economic and Trade Office, San Francisco, Deputy Monetary Affairs, Director of Government Supplies, Director of the New Airport Projects Coordination Office and Chief Executive Officer of The Hong Kong Airport Authority. During 2001 to 2007, Mr. Lam was appointed as the Managing Director of the Urban Renewal Authority. Currently, Mr. Lam is a member of the Lantau Development Advisory Committee, the Country and Marine Parks Board and Standing Committee on Disciplined Services Salaries and Conditions of Service. He is also a member of the Court of the Hong Kong Polytechnic University.

Mr. Lam was awarded the Silver Bauhinia Star and the Golden Bauhinia Star medals in 2002 and 2008 respectively by the HKSAR Government in recognition of his distinguished service to the community. He is also a Justice of Peace since 2004.

Mr. Lam did not hold any directorship in other listed public companies in the last three years. Save as disclosed above, Mr. Lam has no other connections with any directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, Mr. Lam does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. The service contract to be entered into between the Company and Mr. Lam will be for a term of three years commencing from 1 September 2015 to 31 August 2018 (both days inclusive). Mr. Lam is subject to retirement by rotation and re-election pursuant to the Company's Bye-laws. Mr. Lam shall receive the amounts of HK\$250,000, HK\$80,000, HK\$20,000 as annual fees for being an independent non-executive director, a member of the Audit Committee and a member of the Nomination Committee and Remuneration Committee respectively.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Lam 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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Reference is made to the announcement of the Company dated 15 June 2015 regarding the resignation of Mr. Lam Chun, Daniel as an independent non-executive director of the Company. Following the appointment of Mr. Lam Chung Lun, Billy as an independent non-executive director of the Company and a member of the Audit Committee, Nomination Committee and Remuneration Committee, the Company has complied with the requirements under Rules 3.10(1), 3.10A, 3.21 and 3.25 of the Listing Rules and Code Provision A.5.1 of the Corporate Governance Code set out in Appendix 14 to the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Tian Jingqi for his contribution to the Company during his tenure of office and extend its warmest welcome to Mr. Lam Chung Lun, Billy for joining the Board.

As at the date of this announcement, the Board comprises seven directors, namely Mr. Zhang Yuanrong as the Chairman and a non-executive director, Mr. He Jianbo as the Deputy Chairman, Managing Director and an executive director, Mr. Yin Liang and Ms. He Xiaoli as executive directors, Mr. Liu Zeping as a non-executive director, and Mr. Selwyn Mar and Ms. Tam Wai Chu, Maria as independent non-executive directors.

On behalf of the Board

He Jianbo

Deputy Chairman and Managing Director

Hong Kong, 20 August 2015

**For identification purpose only*