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China Graphene Group Limited

中國烯谷集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

RESIGNATION OF EXECUTIVE DIRECTOR

The Board of directors (the “**Board**”) of China Graphene Group Limited (the “**Company**”) announces that Mr. Mak Tin Sang (“**Mr. Mak**”) has tendered his resignation as an executive director of the Company with effect from 16 May 2017 as he desires to devote more time to his family and other business commitments.

Mr. Mak has confirmed that he has no disagreement with the Board of the Company and there is no matter that needs to be brought to the attention of the shareholders of the Company.

Reference is made to the Company’s circular (the “**Circular**”), notice of the annual general meeting (the “**AGM Notice**”) and proxy form (the “**Proxy Form**”) all dated 27 April 2017, the annual report 2016 (the “**Annual Report**”) of the Company and the announcement of the Company dated 2 May 2017 relating to the resignation of Mr. Shigeki Tanaka (“**Mr. Tanaka**”) as an independent non-executive director of the Company. It was stated in the Circular and the Annual Report that Mr. Mak would retire by rotation and would offer himself for re-election as Director at the annual general meeting of the Company to be held on 15 June 2017 (the “**AGM**”).

As a result of Mr. Mak’s resignation, the ordinary resolution no. 2(ii) in respect of the re-election of Mr. Mak as an Executive Director of the Company as set out in the Circular, the AGM Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by shareholders of the Company at the AGM. The resignations of Mr. Mak and Mr. Tanaka have given rise to a change in the number of directors who are subject to retirement by rotation at the AGM from three to two. Therefore, no other Director of the Company is required to retire by rotation at the AGM. Save for the abovementioned changes, all information and content as set out in the Circular, the AGM Notice and the Proxy form remain unchanged. The Proxy Form shall remain valid except that no poll will be taken or counted for ordinary resolution no. 2(ii).

The Board would like to express its great appreciation and sincere gratitude to Mr. Mak for his valuable efforts and contributions to the Company during his tenure of office.

By order of the Board of
China Graphene Group Limited
Yuan Li Min
Chief Executive Officer

Hong Kong, 15 May 2017

As at the date of this announcement, the Board comprises Mr. Yuan Li Min, Mr. Chen Meng and Mr. Mak Tin Sang as executive Directors; Mr. Li Feng Mao as non-executive Director and Mr. Leung Po Hon and Mr. Li Jing Bo as independent non-executive Directors.