

HENGXING GOLD HOLDING COMPANY LIMITED

恒興黃金控股有限公司

(incorporated in the Cayman Islands with limited liability)

01 April 2020
Albert Fook Lau HO
HK ID: A402412(8)

Dear Albert,

RE: Hengxing Gold Holding Company Limited (“the Company”) - Non-Executive Directorship

We refer to the letter of appointment dated 18 May 2018 (“the **“Appointment Letter”**”) regarding your appointment as a Non-Executive Director of the Company and the resolutions under paragraph 3(2) of the meeting minutes of the Company’s 2020 second board meeting dated 31 March 2020.

In this letter words and expressions defined in the Appointment Letter shall apply to this letter.

We are pleased to confirm that the terms of the Appointment Letter be amended with effect from **01 January 2020** as set out below:

1. The original Clause 2 of the Appointment Letter be deleted and replaced by the following:

*“Your ordinary remuneration will be an annual fee of TWO HUNDRED THOUSAND HONG KONG DOLLARS (HKD200,000) or a pro-rata amount for any period less than one year (the **“Remuneration”**), which should include your capacity as a member of the audit committee and remuneration committee, if so requested by the Company, provided that the Remuneration shall be subject to the obtaining of all necessary approvals set out in the Articles. For the month during which your appointment hereunder commences or terminates, the Remuneration will be calculated on a pro rata basis. The Remuneration shall be subject to review by the remuneration committee of the Company and the Board, and may be adjusted at their absolute discretion. Payment of the Remuneration and expenses, if any, to you shall be made either by the Company or by any subsidiaries of the Company (collectively, the **“Group”**) and if by more than one company, in such proportions as the board of directors of the Company (the **“Board”**) may from time to time think fit.”*

2. All other terms and conditions under the Appointment Letter shall remain unchanged and in full force.

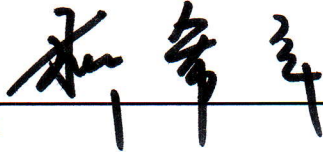
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We shall be grateful if you could sign and return to us the duplicate copy of this letter to indicate your acceptance of the above terms.

Yours faithfully,
SIGNED by KE, XIPING
The Chairman, for and on behalf of
Hengxing Gold Holding Company Limited



Ke Xiping
Chairman

Agreed and accepted by:



Albert Fook Lau HO
Date: