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**JINCHUAN金川**

**JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD**

**金川集團國際資源有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2362)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 20 JUNE 2012**

The board of directors (the “**Board**”) of Jinchuan Group International Resources Co. Ltd (the “**Company**”) is pleased to announce that at the Company’s annual general meeting held on 20 June 2012 (the “**AGM**”), all the resolutions proposed were duly passed by way of poll voting. The poll results are as follows:

Ordinary Resolution		Number of Votes (%) <sup>(Note(a))</sup>	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “Directors”) and auditors for the year ended 31 December 2011.	1,807,289,451 (100%)	0 (0%)
2.	a) To re-elect Mr. ZHANG Zhong as executive Director.	1,788,132,857 (98.94%)	19,156,594 (1.06%)
	b) To re-elect Ms. ZHOU Xiaoyin as non-executive Director.	1,787,971,857 (98.93%)	19,317,594 (1.07%)
	c) To re-elect Mr. GAO Dezhu as independent non-executive Director.	1,799,423,451 (99.56%)	7,866,000 (0.44%)
	d) To re-elect Mr. WU Chi Keung as independent non-executive Director.	1,807,289,451 (100%)	0 (0%)
	e) To authorize the board of Directors (the “Board”) to fix the remuneration of all Directors.	1,807,289,451 (100%)	0 (0%)
3.	To re-appoint Ernst & Young as auditors and to authorize the Board to fix their remuneration.	1,807,289,451 (100%)	0 (0%)
4.	Ordinary Resolution as specified in item 4 of the Notice of Annual General Meeting (To grant a general mandate to the Directors to issue shares).	1,788,763,857 (98.97%)	18,525,594 (1.03%)

Ordinary Resolution		Number of Votes (%) <sup>(Note(a))</sup>	
		For	Against
5.	Ordinary Resolution as specified in item 5 of the Notice of Annual General Meeting (To grant a general mandate to the Directors to repurchase shares).	1,807,289,451 (100%)	0 (0%)
6.	Ordinary Resolution as specified in item 6 of the Notice of Annual General Meeting (To grant an extension of the general mandate to issue shares as described in resolution 4).	1,788,763,857 (98.97%)	18,525,594 (1.03%)
7.	Ordinary Resolution as specified in item 7 of the Notice of Annual General Meeting (To approve and adopt the new share option scheme and to terminate the existing share option scheme).	1,788,653,651 (98.97%)	18,635,800 (1.03%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As more than 50% of the votes were cast in favour of the above ordinary resolutions, all these resolutions were duly passed as ordinary resolutions.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 2,754,873,051 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote for or against the resolution at the AGM: 2,754,873,051 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM (as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the circular containing the Notice of the AGM dated 30 April 2012 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company’s Branch Share Registrar in Hong Kong, Hong Kong Registrars Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**Jinchuan Group International Resources Co. Ltd**  
**Wong Tak Chuen**  
*Company Secretary*

Hong Kong, 20 June 2012

*As at the date of this announcement, the Board comprises five executive directors, namely, Mr. Yang Zhiqiang, Mr. Zhang Sanlin, Mr. Zhang Zhong, Ms. Deng Wen and Ms. Maria Majoire Lo; three non-executive directors, namely, Mr. Gao Tianpeng, Mr. Qiao Fugui and Ms. Zhou Xiaoyin; and three independent non-executive directors, namely, Mr. Gao Dezhu, Mr. Wu Chi Keung and Mr. Yen Yuen Ho, Tony.*