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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 EXTRAORDINARY GENERAL MEETING
HELD ON 28 MARCH 2012**

The Board is pleased to announce that the special resolution proposed at the EGM held on 28 March 2012 was duly passed.

Reference is made to the circular of Jinchuan Group International Resources Co. Ltd (the “**Company**”) dated 5 March 2012 (the “**Circular**”) in relation to the adoption of a new set of memorandum and articles of association of the Company (the “**New M&A**”).

POLL RESULTS

The board of directors (the “**Board**”) of the Company is pleased to announce that at the Company’s extraordinary general meeting held on 28 March 2012 (the “**EGM**”), the special resolution proposed was duly passed by way of poll voting. The poll results are as follows:

Special Resolution	Number of Votes (%)^{(Note(a))}	
	For	Against
To approve and adopt the New M&A in substitution for and to the exclusion of the existing memorandum and articles of association of the Company, and to authorise any director or the secretary of the Company to do all such acts as he/she deems fit to effect the adoption of the New M&A and to make relevant registrations and filings in accordance with the applicable laws, regulations and requirements.	1,988,141,531 (100%)	0 (0%)

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 EGM in person or by proxy.
- (b) As all of the votes were cast in favour of the above resolution, such special resolution was duly passed.
- (c) The total number of shares of the Company in issue as at the date of the EGM: 2,754,873,051 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolution at the EGM: 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 resolution at the EGM (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 EGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on the resolution at the EGM.
- (h) The Company’s Branch Share Registrar in Hong Kong, Hong Kong Registrars Limited, acted as the scrutineer for the vote-taking at the EGM.

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

Hong Kong, 28 March 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.