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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 19 JUNE 2017**

Reference is made to the circular issued by Jinchuan Group International Resources Co. Ltd (the “**Company**”) on 18 May 2017 (the “**Circular**”) and the notice of annual general meeting of the Company (the “**Notice of AGM**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of the Company is pleased to announce that at the Company’s annual general meeting held on 19 June 2017 (the “**AGM**”), all the resolutions proposed were duly passed by way of poll voting. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note(a))</i>	
		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 2016.	3,770,908,965 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) <i>(Note(a))</i>	
		For	Against
2.	a) To re-elect Mr. ZHANG Sanlin as executive Director.	3,770,908,965 (100.00%)	0 (0.00%)
	b) To re-elect Mr. ZHANG Zhong as executive Director	3,770,908,965 (100.00%)	0 (0.00%)
	c) To re-elect Mr. ZENG Weibing as non-executive Director.	3,770,908,965 (100.00%)	0 (0.00%)
	d) To re-elect Mr. YEN Yuen Ho, Tony as independent non-executive Director.	3,770,908,965 (100.00%)	0 (0.00%)
	e) To authorize the Board to fix the remuneration of all Directors.	3,770,908,965 (100.00%)	0 (0.00%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the Board to fix their remuneration.	3,770,908,965 (100.00%)	0 (0.00%)
4.	Ordinary Resolution as specified in item 4 of the Notice of AGM (to grant a general mandate to the Directors to issue shares).	3,768,077,965 (99.92%)	2,831,000 (0.08%)
5.	Ordinary Resolution as specified in item 5 of the Notice of AGM (to grant a general mandate to the Directors to repurchase shares).	3,770,908,965 (100.00%)	0 (0.00%)
6.	Ordinary Resolution as specified in item 6 of the Notice of AGM (to grant an extension of the general mandate to issue shares as described in Resolution 4).	3,768,077,965 (99.92%)	2,831,000 (0.08%)
7.	Ordinary Resolution as specified in item 7 of the Notice of AGM (to grant the Scheme Mandate).	3,768,077,965 (99.92%)	2,831,000 (0.08%)

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: 4,833,753,051 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote for or against the resolutions at the AGM: 4,833,753,051 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 18 May 2017 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, Boardroom Share Registrars (HK) 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, 19 June 2017

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Yang Zhiqiang, Mr. Zhang Sanlin, Mr. Chen Dexin and Mr. Zhang Zhong; one non-executive director, Mr. Zeng Weibing; and three independent non-executive directors, namely Mr. Wu Chi Keung, Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok.