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**中國大冶有色金屬礦業有限公司**

**China Daye Non-Ferrous Metals Mining Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 661)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 23 MAY 2012  
AND  
CHANGE OF AUDITOR**

The Board announces that:

- (i) all the resolutions proposed at the AGM held on 23 May 2012 have been duly passed.
- (ii) Messrs. Deloitte Touche Tohmatsu has been appointed as the new auditor of the Company to fill the vacancy left by the retirement of Pan-China (H.K.) CPA Limited.

**POLL RESULTS**

The board of directors (the “**Board**”) of China Daye Non-Ferrous Metals Mining Limited (the “**Company**”) announces that at the annual general meeting of the Company held on 23 May 2012 (the “**AGM**”), all the resolutions proposed were duly passed by way of poll voting. The poll results are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)<sup>(Note (a))</sup></b>	
		<b>For</b>	<b>Against</b>
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2011.	12,118,629,534 (100.00%)	0 (0.00%)
2.	To re-elect Mr. Zhang Lin as an executive director of the Company.	12,114,835,599 (99.97%)	3,793,935 (0.03%)

Ordinary Resolutions		Number of Votes (%) <sup>(Note (a))</sup>	
		For	Against
3.	To re-elect Mr. Long Zhong Sheng as an executive director of the Company.	12,118,629,534 (100.00%)	0 (0.00%)
4.	To re-elect Mr. Zhai Baojin as an executive director of the Company.	12,118,629,534 (100.00%)	0 (0.00%)
5.	To re-elect Mr. Tan Yaoyu as an executive director of the Company.	12,118,629,534 (100.00%)	0 (0.00%)
6.	To re-elect Mr. Wan Bi Qi as an executive director of the Company.	12,118,629,534 (100.00%)	0 (0.00%)
7.	To re-elect Mr. Qiu Guanzhou as an independent non-executive director of the Company.	12,040,075,580 (99.35%)	78,553,954 (0.65%)
8.	To authorize the Board to fix the respective directors' remuneration.	12,116,065,599 (99.98%)	2,563,935 (0.02%)
9.	To appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and its subsidiaries, to hold office until the conclusion of the next annual general meeting, and to authorize the Board to fix their remuneration.	12,118,629,534 (100.00%)	0 (0.00%)
10.	To give a general mandate to the directors to purchase the Company's ordinary shares not exceeding 10% of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of passing of this resolution. <i>(Note (i))</i>	12,118,629,534 (100.00%)	0 (0.00%)
11.	To give a general mandate to the directors to issue, allot and deal with additional ordinary shares of the Company not exceeding 20% of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of passing of this resolution. <i>(Note (i))</i>	12,039,713,080 (99.35%)	78,916,454 (0.65%)
12.	To extend the general mandate granted to the directors to issue, allot and deal with additional ordinary shares in the capital of the Company by the aggregate nominal amount of ordinary shares repurchased by the Company. <i>(Note (i))</i>	12,039,713,080 (99.35%)	78,916,454 (0.65%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of ordinary shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As a majority of the votes were cast in favour of each of the resolutions nos. 1 to 12, all such ordinary resolutions were duly passed.
- (c) The total number of ordinary shares of the Company in issue as at the date of AGM: 17,327,911,186 shares.
- (d) The total number of ordinary shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 17,327,911,186 shares.
- (e) The total number of ordinary 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 ordinary 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 Company’s circular dated 23 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, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) The full texts of resolution nos. 10 to 12 are set out in the Company’s notice of the AGM dated 23 April 2012.

## **CHANGE OF AUDITOR**

Reference is made to the Company’s announcement and the Company’s circular, both dated 23 April 2012. The Board announces that Pan-China (H.K.) CPA Limited has retired as the auditor of the Company at the AGM and Messrs. Deloitte Touche Tohmatsu has been appointed, by way of an ordinary resolution passed at the AGM, as the new auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company.

By order of the Board  
**China Daye Non-Ferrous Metals Mining Limited**  
**Zhang Lin**  
*Chairman*

Hong Kong, 23 May 2012

*As at the date of this announcement, the Board comprises five executive directors, namely Mr. Zhang Lin (Chairman of the Board), Mr. Long Zhong Sheng, Mr. Zhai Baojin, Mr. Tan Yaoyu and Mr. Wan Bi Qi; and three independent non-executive directors, namely Mr. Wang Qihong, Mr. Wang Guoqi and Mr. Qiu Guanzhou.*