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**中國有色金屬有限公司\***  
China Nonferrous Metals Company Limited  
(Incorporated in Bermuda with limited liability)  
(Stock code: 8306)

## **UPDATE ON THE LISTING STATUS OF THE COMPANY**

### **Financial adviser to the Company**

Reference is made to the Company's announcement dated 9 November 2017 (the "**Announcement**") in relation to, among others, the submission of the Resumption Proposal. Terms used herein shall have the same meanings as defined in the Announcement.

As disclosed in the Announcement, the Company submitted a resumption proposal (the "**Resumption Proposal**") to the Stock Exchange on 3 November 2017 seeking its approval for the resumption of trading in the shares of the Company (the "**Shares**"). Subsequent to the submission of the Resumption Proposal, the Company submitted a revised resumption proposal (the "**Revised Resumption Proposal**") to the Stock Exchange on 7 May 2018 to replace the Resumption Proposal.

In support of the submission of the Revised Resumption Proposal, the Company has entered into a revised conditional acquisition agreement (the "**Revised Acquisition Agreement**") and a revised conditional capital increase agreement (the "**Revised Capital Increase Agreement**") both dated 4 May 2018 regarding the acquisition of a finance lease company in the People's Republic of China (the "**Acquisition**"). The Subscription Agreement dated 3 November 2017 was terminated accordingly, and the Acquisition Agreement and the Capital Increase Agreement both dated 3 November 2017 were revised and replaced by the Revised Acquisition Agreement and the Revised Capital Increase Agreement, respectively. It is expected that the Acquisition would constitute a very substantial acquisition and reverse takeover involving a new listing application (the "**New Listing Application**") of the Company under the GEM Listing Rules. The Revised Acquisition Agreement and the Revised Capital Increase Agreement are all legally binding.

The Company received a letter dated 18 May 2018 from the Listing Department of the Stock Exchange which stated that the Listing Department decided to grant a final extension of time to 30 June 2018 for the Company to submit a new listing application relating to the Revised Resumption Proposal (but not any other proposal). If the Company fails to do so or the Revised Resumption Proposal fails to proceed for any reasons, the Stock Exchange will proceed with cancelling the Shares.

The Company is now taking appropriate steps to comply with the requirements as set out above. Should there be any material developments, the Company will update the shareholders of the Company when and as appropriate by publishing further announcement(s).

**Dealing in the Shares on the Stock Exchange has been suspended since 1 April 2015 and will remain suspended until further notice.**

**Shareholders and potential investors should note that the resumption of trading in the Shares is subject to various conditions which may or may not be fulfilled. There is no guarantee that the resumption of trading in the Shares will take place. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.**

By order of the Board of  
**China Nonferrous Metals Company Limited**  
**Liu Yaling**  
*Director*

Hong Kong, 21 May 2018

*As at the date of this announcement, the executive Director is Ms. Liu Yaling, the non-executive Director is Mr. Chan Wai Cheung, Admiral and the independent non-executive Directors are Mr. Cheng Feng, Mr. Ng Man Kwan, Lawrence and Mr. Siu Kai Chun.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purposes of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading*

*This announcement will be published on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the Company’s website <http://www.cnm.com.hk>.*