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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)

**ANNOUNCEMENT PURSUANT TO RULE 3.7  
OF THE TAKEOVERS CODE  
TERMINATION OF POSSIBLE OFFER**

This announcement is made by China Nonferrous Metals Company Limited (the “**Company**”) pursuant to Rule 3.7 of The Code on Takeovers and Mergers (the “**Takeovers Code**”).

References are made to the Company’s announcements dated 9 November 2017, 21 May 2018, 29 June 2018, 30 July 2018, 15 August 2018, 18 September 2018, 18 October 2018 and 20 November 2018 (the “**Announcements**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcement.

**TERMINATION OF POSSIBLE OFFER**

The Company was informed that the potential offeror has decided to cease to pursue the Reverse Takeover and the Possible Change in Control on 26 November 2018.

**END OF OFFER PERIOD**

For the purpose of the Takeovers Code, the offer period ended on the date of this announcement.

Further announcement(s) will be made by the Company on major development relating to the status of the Company as and when appropriate.

**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 of the Company 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 of the Company 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, 30 November 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.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*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>.*

*\* For identification purposes only*