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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)

DECISION OF LISTING COMMITTEE CANCELLATION OF LISTING

This announcement is made by China Nonferrous Metals Company Limited (the “**Company**”) pursuant to Rule 9.17 of the GEM Listing Rules.

References are made to the Company’s announcements dated 1 April 2015, 29 May 2015, 9 November 2017, 21 May 2018, 29 June 2018, 30 July 2018 and 15 August 2018, 18 September 2018, 18 October 2018 and 20 November 2018, 1 November 2018, 20 November 2018 and 30 November 2018 respectively in relation to, among other things, the suspension of trading of shares (the “**Shares**”) of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), conditions for resumption of trading of the Shares of the Company, updates on the listing status of the Company, submission of Resumption Proposal, the New Listing Application and the Possible Change in Control (the “**Announcements**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcements.

As disclosed in the announcement of the Company dated 30 November 2018, 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.

On 3 December 2018, the Company submitted another resumption proposal involving a reverse takeover (the “**New Proposal**”).

On 7 December 2018, the Company received a letter (the “**Letter**”) from the Stock Exchange stating that the Listing Committee had rejected the New Proposal and decided to cancel the listing of the shares on the Stock Exchange under Rule 9.14 of the GEM Listing Rule (the “**Delisting Decision**”). The Stock Exchange also indicated in the Letter that the last day of listing of the Shares will be 21 December 2018 and the listing of Shares will be cancelled with effect from 9:00am on 24 December 2018.

Shareholders who have queries about the implication of the delisting of the Shares are advised to seek appropriate professional advice.

Under Rule 4.06 of the GEM Listing Rule, the Company reserves the right to have the Delisting Decision referred to the GEM Listing (Review) Committee for review.

Further announcement(s) will be made by the Company on major development relating to the Delisting Decision 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, 10 December 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>.