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洛陽欒川鉬業集團股份有限公司
China Molybdenum Co., Ltd. *

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 03993)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of 洛陽欒川鉬業集團股份有限公司 (China Molybdenum Co., Ltd.*) (the “**Company**”) will be held at 9:00 a.m. on Sunday, 31 October 2010 at the International Conference Room of Mudu-Lee Royal International Hotel at No.239, Kaiyuan Street, Luonan District, Luoyang City, Henan Province, PRC for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTION

1. **“THAT:**

- (A) the acquisition of 100% equity interest of 洛陽建投礦業有限公司 (Luoyang Construction Investment and Mining Co., Ltd.*) and 欒川縣滬七礦業有限公司 (Luanchuan Huqi Mining Company Limited*) by the Company on 22 April 2010 and 5 May 2010, respectively, pursuant to an arbitration award granted by the Luoyang Arbitration Commission dated 19 April 2010 be and are hereby confirmed, approved and ratified; and

(B) any one director of the Company be and is hereby generally and unconditionally authorised to do all such acts and things, to sign and execute all such further documents for and on behalf of the Company by hand, or in case of execution of documents under seal, to do so jointly with any of a second director or a duly authorised representative of the directors of the Company and to take such steps as he may in his absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the acquisition under (A) above.”

By Order of the Board of
China Molybdenum Co., Ltd.

Duan Yuxian

Chairman

Luoyang, the People’s Republic of China, 14 September 2010

As at the date of this notice, the executive Directors are Mr Duan Yuxian, Mr Li Chaochun, Mr Wu Wenjun, Mr Li Faben and Mr Wang Qinxi; the non-executive Directors are Mr Shu Hedong and Mr Zhang Yufeng and the independent non-executive Directors are Mr Gao Dezhu, Mr Zeng Shaojin, Mr Gu Desheng and Mr Ng Ming Wah, Charles.

Notes:

- (1) All resolutions at the meeting will be taken by poll pursuant to the Listing Rules and the results of the poll will be published on the Stock Exchange’s and the Company’s website in accordance with the Listing Rules.
- (2) H Shareholders who intend to attend the EGM in person or by proxy must complete and return the reply slip for the EGM to the Company’s H Share registrar by facsimile or post no later than Sunday, 10 October 2010:

Address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

Tel: (852) 2862 8555

Fax: (852) 2865 0990 / (852) 2529 6087

- (3) Each Shareholder of the Company who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. In case that an appointer is a body corporate, the instrument must be either under the common seal of the body corporate or under the hand of its director or other person, duly authorised. If the instrument appointing a proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be certified by a notary public. The form of proxy and the notarially certified power of attorney or other documents of authorisation must be delivered to the Company's H Share registrar at the address stated in note 2 above by post or facsimile (for holders of H Shares only), or to the Secretariat of the Board at the Company's principal place of business in the PRC at North of Yihe, Huamei Shan Road, Chengdong New District, Luanchuan County, Luoyang City, Henan Province, the PRC (for holders of Domestic Shares only), no less than 24 hours before the time appointed for holding the EGM. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting at the EGM or any adjournment should he/she so wish.
- (4) H Shareholders whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited after office hour on Thursday, 30 September 2010 are entitled to attend and vote at the EGM. The Company's register of members will be closed from Friday, 1 October 2010 to Sunday, 31 October 2010 (both days inclusive), during which time no transfer of shares will be registered. Transferees of H shares who wish to attend the EGM must deliver their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Thursday, 30 September 2010 for completion of the registration of the relevant transfer in accordance with the Articles of Association of the Company.
- (5) Shareholders or their proxies must present proof of their identities upon attending the EGM. Should a proxy be appointed, the proxy must also present copies of his/her proxy form, or copies of appointing instrument and power of attorney, if applicable
- (6) The EGM is expected to last not more than one day. Shareholders or proxies attending the EGM are responsible for their own transportation and accommodation expenses.

* *For identification purposes only*