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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)

**POLL RESULTS OF
THE ANNUAL GENERAL MEETING HELD ON 9 MAY 2014
AND
PAYMENT OF FINAL DIVIDEND**

References are made to the notice of 2013 annual general meeting (the “AGM”) and the circular (the “Circular”) of China Molybdenum Co., Ltd.* (the “Company”) dated 24 March 2014 and an announcement of the Company dated 6 May 2014, in relation to the withdrawal of special resolutions nos. 11 and 12 from voting at the AGM. Unless otherwise indicated, capitalized terms used herein have the same meanings as those defined in the Circular.

The Board is pleased to announce that the AGM was held on Friday, 9 May 2014 at the International Conference Room of Mudu-Lee Royal International Hotel at No.239, Kaiyuan Street, Luolong District, Luoyang City, Henan Province, the PRC.

I. ATTENDANCE OF THE AGM

The number of issued shares of the Company as at the date of the AGM was 5,076,170,525 Shares, being the total number of Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM.

Shareholders and authorised proxies holding an aggregate of 3,725,239,867 Shares, representing approximately 73.39% of the total issued Shares were present at the AGM. Among those Shareholders, A Shareholders and authorised proxies holding an aggregate of 3,503,299,797 A Shares, representing approximately 69.02% of the total issued Shares were present at the AGM; H Shareholders and authorised proxies holding an aggregate of 221,940,070 H Shares, representing approximately 4.37% of the total issued Shares were present at the AGM.

There were no Shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on any of the resolutions at the AGM and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the provisions of the Articles of Association. The AGM was chaired by Mr. Li Chaochun, the Chairman of the Board.

II. VOTING RESULTS OF THE AGM

Save for special resolutions nos. 11 and 12, which have been withdrawn by the Board on 6 May 2014, all resolutions were considered and passed at the AGM by way of poll, and the voting results are as follows:

ORDINARY RESOLUTIONS		No. of votes (%)		
		For	Against	Abstain
1.	“To receive and consider the financial report of the Company for the year 2013.”	3,725,239,867 (100%)	—	—
2.	“To receive and consider the financial statements of the Company for the year 2013.”	3,725,239,867 (100%)	—	—
3.	“To consider and approve the budget report of the Company for the year 2014.”	3,725,239,867 (100%)	—	—
4.	“To consider and approve the profit distribution plan of the Company for the year 2013.”	3,725,239,867 (100%)	—	—
5.	“To receive and consider the report of the Board for the year 2013.”	3,725,239,867 (100%)	—	—
6.	“To receive and consider the report of the supervisory committee of the Company for the year 2013.”	3,725,239,867 (100%)	—	—
7.	“To receive and consider the annual report of the Company for the year 2013 and its summary.”	3,725,239,867 (100%)	—	—
8.	“To consider and approve the re-appointment of the external auditors of the Company for the year 2014 and to authorise the Board to determine its remuneration.”	3,725,239,867 (100%)	—	—
9.	“To consider and approve the proposed renewal of liability insurance for the Directors, Supervisors and senior management of the Company.”	3,630,310,838 (97.45%)	94,899,029 (2.55%)	—

ORDINARY RESOLUTIONS		No. of votes (%)		
		For	Against	Abstain
10.	“To consider and approve the authorisation to the Board to deal with all matters in relation to the Company’s distribution of interim dividend and quarterly dividend for the year 2014 in its absolute discretion.”	3,725,239,867 (100%)	—	—
SPECIAL RESOLUTIONS				
11.	“To consider and approve the proposed amendments to the Articles of Association.”	Withdrawn		
12.	“To consider and approve the proposed amendments to the Rules for Shareholders’ General Meetings.”	Withdrawn		
13.	“To consider and approve the authorisation to the Board to determine the remuneration of Yuan Honglin, a Director.”	3,725,239,867 (100%)	—	—
14.	“To consider and approve the grant of a general mandate to the Board to allot and issue H Shares and A Shares.”	3,644,924,397 (97.84%)	80,315,470 (2.16%)	—
15.	“To consider and approve the proposed extension of the validity period of the Shareholders’ authorisation to the Board to issue debt financing notes.”	3,668,998,912 (98.49%)	56,210,955 (1.51%)	—

Two representatives from the Shareholders, a representative from Llinks Law Offices, a representative from Deloitte Touche Tohmatsu Certified Public Accountants LLP and Mr. Deng Jiaoyun, the Company’s supervisor, were appointed as the joint scrutineers for the vote-taking and vote-calculating at the AGM.

Deloitte Touche Tohmatsu Certified Public Accountants LLP, the auditors of the Company, acted as the joint scrutineers and compared the poll results summary to the poll forms collected and provided by the Company. The work performed by Deloitte Touche Tohmatsu Certified Public Accountants LLP in this respect did not constitute an assurance engagement in accordance with China Standards on Auditing (中國註冊會計師審計準則), China Standards on Review Engagements (中國註冊會計師審閱準則) or China Standards on Other Assurance Engagements (中國註冊會計師其他鑒證業務準則) nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

III. ATTESTATION BY LAWYERS

The AGM was attested by Links Law Offices, which issued a legal opinion, certifying that the convening and procedures of the AGM, the qualification of the attendees, the qualification of the convener, and the voting procedures and results were in compliance with the relevant PRC laws and regulations and the Articles of Association. The resolutions passed at the AGM were lawful and valid.

IV. PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2013

The Board wishes to inform the H Shareholders that the details of the payment of the Final Dividend are as follows:

The Company will pay a Final Dividend of RMB0.14 per share (tax inclusive) for the year ended 31 December 2013 to H Shareholders whose names appeared on the register of members of H Shares (the “**H Share Register of Members**”) of the Company on Wednesday, 21 May 2014 (the “**Reference Date**”). The actual amount of H Shares Final Dividend paid in Hong Kong dollars is calculated on the average of the mean exchange rate of the conversion of Renminbi against Hong Kong dollars as announced by the People’s Bank of China one calendar week preceding Friday, 9 May 2014, the date of AGM at which the Final Dividend is declared, (i.e. RMB0.794072 against HK\$1.00), being a cash dividend of HK\$0.176306 per H Share (tax inclusive).

Under the relevant tax rules and regulations of the PRC (collectively, the “**PRC Tax Law**”), the Company is required to withhold corporate income tax at the rate of 10% when distributing the Final Dividend to non-resident enterprises (such term shall have the meaning as defined under the PRC Tax Law) whose names appear on the H Share Register of Members on the Reference Date.

In accordance with the PRC Tax Law, the Company has an obligation to withhold the corporate income tax for payment from the payment of the Final Dividend to non-resident enterprises whose names appear on the H Share Register of Members on the Reference Date. A resident enterprise (such term shall have the meaning as defined under the PRC Tax Law) whose name appears on the H Share Register of Members who does not wish to have the corporate income tax withheld for payment should lodge with Computershare Hong Kong Investor Services Limited the relevant documents issued by the relevant PRC tax authority certifying that it is a resident enterprise, at or before 4:30 p.m. on Thursday, 15 May 2014. The address of Computershare Hong Kong Investor Services Limited is at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. The Company will withhold payment for the corporate income tax strictly in accordance with the PRC Tax Law and the requirements of the relevant government authorities. The Company shall not be liable for any dispute relating to the withholding of corporate income tax which arises from any failure to lodge the relevant documents within the prescribed timeframe as mentioned above.

In order to determine the list of H Shareholders who are entitled to receive the Final Dividend, the H Share Register of Members will be closed from Friday, 16 May 2014 to Wednesday, 21 May 2014 (both days inclusive), during which period no transfer of H Shares will be effected. H Shareholders whose names appear on the H Share Register of Members as at the Reference Date (i.e. Wednesday, 21 May 2014) will be entitled to receive the Final Dividend. In order for the H Shareholders to qualify for the Final Dividend, H Shareholders whose H Shares are not registered in their names should complete and lodge their respective instruments of transfer with the relevant H Share certificates with Computershare Hong Kong Investor Services Limited, the Company’s H Share registrar in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, and in any case no later than 4:30 p.m. on Thursday, 15 May 2014.

The Company will appoint a receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent the Final Dividend declared for payment to holders of H Shares. The Final Dividend will be paid by the Receiving Agent on or about Thursday, 12 June 2014. The cheques will be dispatched to holders of H Shares by ordinary post at their own risk.

An announcement regarding the details of payment of Final Dividend to A Shareholders and relevant matters will be published on the website of the Shanghai Stock Exchange (www.sse.com.cn).

By Order of the Board
China Molybdenum Co., Ltd. *
Li Chaochun
Chairman

Luoyang City, Henan Province, the PRC, 9 May 2014

As at the date of this announcement, the Directors of the Company are:

Executive Directors

Mr. Li Chaochun, Mr. Li Faben, Mr. Wang Qinxi, Ms. Gu Meifeng and Mr. Wu Wenjun

Non-executive Directors

Mr. Zhang Yufeng and Mr. Yuan Honglin

Independent Non-executive Directors

Mr. Bai Yanchun, Mr. Xu Shan, Mr. Cheng Gordon and Mr. Xu Xu

* *For identification purposes only*