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Hunan Nonferrous Metals Corporation Limited*

湖南有色金属股份有限公司

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

(Stock Code: 2626)

RESIGNATION OF DIRECTORS

AND

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that (i) due to work re-designation, Mr. Huang Guoping has resigned from his position as a non-executive director, and accordingly has ceased to be a member of the nomination committee under the Board, with effect from the conclusion of the Board Meeting; and (ii) due to work re-designation, Mr. Chen Zhixin has resigned from his position as a non-executive director, and accordingly has ceased to be a member of the audit committee under the Board, with effect from the conclusion of the Board Meeting.

On 20 August 2014, the Board resolved to make certain adjustments to the composition of the Board committees. The terms of the newly appointed members of each of the Board committees commenced from conclusion of the Board Meeting and until the expiration of their terms as the directors of the third session of the Board.

I. RESIGNATION OF DIRECTORS

The board of directors (the "**Board**") of Hunan Nonferrous Metals Corporation Limited (the "**Company**") hereby announces that (i) due to work re-designation, Mr. Huang Guoping ("**Mr. Huang**") has resigned from his position as a non-executive director of the Company , and accordingly has ceased to be a member of the nomination committee under the Board, with effect from the conclusion of the Board meeting held on 20 August 2014 (the "**Board Meeting**"); and (ii) due to work re-designation, Mr. Chen Zhixin ("**Mr. Chen**") has resigned from his position as a non-executive director of the Company, and accordingly has ceased to be a member of the audit committee under the Board, with effect from the conclusion of the Board Meeting .

Both Mr. Huang and Mr. Chen have confirmed that they had neither disagreement nor unsettled issues with the Board or the Company and there were no other matters in relation to their resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Huang and Mr. Chen for their valuable contributions to the Company during their terms of services.

II. CHANGE OF COMPOSITION OF BOARD COMMITTEES

On 20 August 2014, the Board resolved to make certain adjustments to the composition of the Board committees as follows:

Audit Committee

The audit committee consists of three directors, namely, Mr. Choi Man Chau, Michael, Mr. Cao Xiuyun, and Mr. Wan Ten Lap. Mr. Choi Man Chau, Michael serves as the chairman of the audit committee.

Remuneration and Assessment Committee

The remuneration and assessment committee consists of three directors, namely, Mr. Wan Ten Lap, Mr. He Yawen, and Mr. Choi Man Chau, Michael. Mr. Wan Ten Lap serves as the chairman of the remuneration and assessment committee.

Nomination Committee

The nomination committee consists of three directors, namely, Ms. Chen Xiaohong, Ms. Deng Yingjie and Mr. Choi Man Chau, Michael. Ms. Chen Xiaohong serves as the chairman of the nomination committee.

Strategy Committee

The strategy committee consists of five directors, namely, Mr. Li Fuli, Mr. Cao Xiuyun, Mr. Wu Xiaopeng, Mr. Yang Guang, and Mr. Wan Ten Lap. Mr. Li Fuli serves as the chairman of the strategy committee.

The terms of the newly appointed chairman and members of each of the Board committees as mentioned above commenced from the conclusion of the Board Meeting until the expiration of their terms as the Directors of the third session of the Board.

Following the resignation of two Directors, the number of independent non-executive Directors has met the minimum number required under Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). In addition, after adjustment to the composition of the remuneration and assessment committee, it comprises a majority of independent non-executive directors as required under Rule 3.25 of the Listing Rules.

By Order of the Board

Hunan Nonferrous Metals Corporation Limited*

Li Fuli

Chairman

Changsha, the PRC, 20 August 2014

As at the date of this announcement, the Board of the Company comprises Mr. Li Fuli, Ms. Deng Yingjie, Mr. He Yawen and Mr. Wu Xiaopeng as executive directors, Mr. Cao Xiuyun and Mr. Yang Guang as non-executive directors, and Ms. Chen Xiaohong, Mr. Wan Ten Lap and Mr. Choi Man Chau, Michael as independent non-executive directors.

**For identification purpose only*