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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)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of annual general meeting (“**AGM**”) published by China Molybdenum Co., Ltd.* (the “**Company**”) on 13 May 2016 which sets out the AGM to be held at 1:00 p.m. on Wednesday, 29 June 2016 at the International Conference Room of Mudu-Lee Royal International Hotel at No. 239, Kaiyuan Street, Luolong District, Luoyang City, Henan Province, the People's Republic of China (“**PRC**”) and contains resolutions proposed to be considered and, if thought fit, passed at the AGM. Unless otherwise indicated, capitalized terms used herein have the same meanings as those defined in the circular of the Company dated 13 May 2016 (the “**Initial Circular**”) and the supplemental circular of the Company dated 8 June 2016 (the “**Supplemental Circular**”).

Subsequent to the despatch of the Initial Circular, the Company received a written notice on 7 June 2016 from CFC proposing the resolutions in respect of the (i) authorisation to the Board to determine and deal with, in its full discretion, the relevant matters relating to the external investments of the Company, including but not limited to, increase in registered capital of the Company's wholly owned subsidiaries and establishment of wholly owned subsidiaries directly or through its wholly owned subsidiaries; and (ii) authorisation to the Board to determine and deal with, in its full discretion, the relevant matters in relation to the provision of guarantee by the Company to its direct or indirect wholly owned subsidiaries. CFC is a controlling shareholder (as defined in the Hong Kong Listing Rules) of the Company which beneficially owns approximately 31.58% of the total issued share capital of the Company. Pursuant to Article 77 of the Articles of Association, when the Company convenes a general meeting, Shareholder(s) individually or collectively holding more than 3% of the Company's shares can make a temporary motion and submit in writing to the convener ten (10) days before the date of the general meeting. For details of the above proposals, please refer to the Supplemental Circular.

* *For identification purposes only*

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM, which will be held on the same date, at the same time and at the same place as originally scheduled in the Notice, will consider and, if thought fit, pass the following resolutions in addition to the resolutions set out in the Notice:

ORDINARY RESOLUTION

1. “To consider and approve the proposal in respect of the authorisation to the Board to determine and deal with, in its full discretion, the relevant matters in relation to the external investments of the Company, including but not limited to, increase in registered capital of the Company’s wholly owned subsidiaries and establishment of wholly owned subsidiaries directly or through its wholly owned subsidiaries.”

SPECIAL RESOLUTION

2. “To consider and approve the proposal in respect of the authorisation to the Board to determine and deal with, in its full discretion, the relevant matters in relation to the provision of guarantee by the Company to its direct or indirect wholly owned subsidiaries.”

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

Luoyang City, Henan Province, PRC, 8 June 2016

As at the date of this Notice, the Company’s executive directors are Messrs. Li Chaochun and Li Faben; the Company’s non-executive directors are Messrs. Ma Hui, Yuan Honglin and Cheng Yunlei; and the Company’s independent non-executive directors are Messrs. Bai Yanchun, Xu Shan and Cheng Gordon.

Notes:

- (1) This supplemental notice should be read in conjunction with the Notice, the Initial Circular and the Supplemental Circular.
- (2) Save for the inclusion of the newly submitted resolutions, there are no other changes to the resolutions set out in the Notice. Please refer to the Notice and the Initial Circular for details of other resolutions to be tabled at the AGM, closure of register of members, eligibility for attending the AGM, registration procedures for attending the AGM, the voting arrangements, the poll procedure at the AGM and other relevant matters.

(3) Proxy form

Since the First Proxy Form applicable to the AGM despatched on 13 May 2016 does not contain the additional resolutions as set out in this supplemental notice, the Second Proxy Form has been prepared and is enclosed with this supplemental notice.

- (i) Each Shareholder who has the right to attend and vote at the AGM is entitled to appoint one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the AGM.
 - (ii) Shareholders can appoint a proxy by an instrument in writing (i.e. by using the Second Proxy Form enclosed). The Second Proxy Form must be signed by the appointor or his/her attorney duly authorised in writing, or in case that the appointor is a body corporate, either under the common seal or signed by a director or a duly authorised attorney of the body corporate. If the Second Proxy Form is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarised.
 - (iii) To be valid, for H Shareholders, the Second Proxy Form and notarised power of attorney or other documents of authorisation (if applicable) must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof.
 - (iv) H Shareholders who have lodged the First Proxy Form with the Company should note that:
 - (i) If the Second Proxy Form is lodged with the Company's H Share registrar 24 hours prior to the time designated for convening the AGM (the "**Closing Time**"), the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the H Shareholder if correctly completed and signed and returned in accordance with the instructions printed thereon.
 - (ii) If no Second Proxy Form is lodged with the Company's H Share registrar as at the Closing Time, the First Proxy Form will be treated as a valid form of proxy lodged by the H Shareholder if correctly completed. The proxy so appointed by the H Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM including the resolutions as set out in this supplemental notice.
 - (iii) If the Second Proxy Form is lodged with the Company after the Closing Time, the Second Proxy Form will be invalid. It will not revoke the First Proxy Form previously lodged by the Shareholder. The First Proxy Form will be treated as a valid proxy form lodged by him or her if correctly completed. The proxy so appointed by the H Shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolutions properly put to the AGM other than those referred to in the notice convening the AGM and the First Proxy Form, including the additional proposed resolutions as set out in this supplemental notice of the AGM.
- (4) Completion and return of the First Proxy Form or the Second Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

- (5) All resolutions at the meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Hong Kong Listing Rules. The results of the poll will be published on the websites of the Hong Kong Stock Exchange and the Company in accordance with the Hong Kong Listing Rules.
- (6) A shareholder who has not yet lodged the First Proxy Form with the Company is requested to lodge the Second Proxy Form if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company.
- (7) Shareholders or their proxies must present proof of their identities upon attending the AGM. 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. If a corporate shareholder appoints its legal representative to attend the AGM, such legal representative shall produce proof of identity and a copy of the resolution of the board of directors or other governing body of such Shareholders appointing such legal representative to attend the AGM.
- (8) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the death or loss of capacity of the appointor, or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of shares in respect of which the proxy is given, provided that no notice in writing of these matters shall have been received by the Company prior to the commencement of the AGM.
- (9) The address and contact details of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, are as follows:
- 17M Floor
Hopewell Centre
183 Queen's Road East Wanchai
Hong Kong
Telephone No.: (+852) 2862 8555
Facsimile No.: (+852) 2865 0990/(+852) 2529 6087
- (10) The address and contact details of the Company's office of the Board at its principal place of business in the PRC are as follows:
- North of Yihe
Huamei Shan Road
Chengdong New District Luanchuan County
Luoyang City Henan Province
People's Republic of China
Postal code: 471500
Telephone No.: (+86) 379 6865 8017
Facsimile No.: (+86) 379 6865 8030
- (11) The AGM is expected to last not more than one day. Shareholders or proxies attending the AGM are responsible for their own transportation and accommodation expenses.