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**METALLURGICAL CORPORATION OF CHINA LTD. \***

**中國冶金科工股份有限公司**

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

(Stock Code: 1618)

**POLL RESULTS OF THE 2022 ANNUAL GENERAL  
MEETING HELD ON 26 JUNE 2023**

The board of directors (the “**Board**”) of Metallurgical Corporation of China Ltd.\* (the “**Company**”) is pleased to announce that the 2022 annual general meeting (the “**AGM**”) of the Company was held at 2:00 p.m. on Monday, 26 June 2023 at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the People’s Republic of China (the “**PRC**”).

References are made to the notice and the circular dated 25 May 2023. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as defined in the aforesaid documents. All the proposed resolutions set out in the notice of the AGM were duly passed by way of poll without amendment by the attending Shareholders and authorized proxies carrying voting rights.

As at the date of the AGM, the number of issued Shares of the Company was 20,723,619,170, comprising 17,852,619,170 A Shares and 2,871,000,000 H Shares.

## AGM

Pursuant to the Articles of Association of the Company, the AGM was presided over by Mr. Chen Jianguang, the chairman of the Company. Mr. Chen Jianguang and Mr. Zhou Jichang, being Directors, attended the AGM, and the attendance rate of Directors was 28.57%.

As at the date of the AGM, the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 20,723,619,170, representing 100% of the total issued Shares of the Company. In view of China Minmetals' interests in the transactions under the Framework Agreement and the New Framework Agreement, CMGC, an associate of China Minmetals and which held 10,190,955,300 A Shares as at the date of the AGM (representing approximately 49.18% of the total issued share capital of the Company as at the date of the AGM), shall abstain from voting on the considering and approval of resolution No.8. Save as CMGC, no Shareholders were subject to any voting restrictions of voting on the resolutions proposed at the AGM. No Shareholders have stated their intention in the circular of the AGM to vote against or abstain from voting on the resolutions proposed at the AGM.

Shareholders and authorized proxies holding an aggregate of 12,333,055,089 Shares, representing 59.5121% of the total voting Shares of the Company, were present at the AGM. The convening of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company.

Numbers of Shareholders and proxies attending the meeting	38
including: number of holders of A Shares	37
number of holders of H Shares	1
Total number of Shares with voting rights held by the attending Shareholders	12,333,055,089
including: total number of Shares held by holders of A Shares	11,918,640,229
total number of Shares held by holders of H Shares	414,414,860
Percentage of Shares with voting rights held by the attending Shareholders	59.5121
against the total number of Shares of the Company with voting rights (%)	
including: percentage of Shares held by holders of A Shares against the total	57.5124
number of Shares (%)	
percentage of Shares held by holders of H Shares against the total	1.9997
number of Shares (%)	

The voting on the resolutions at the AGM was taken by poll pursuant to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Types of Shareholders	Total number of votes		
			For	Against	Abstain
1.	To consider and approve the proposal in relation to the “Work Report of the Board of MCC for the Year 2022”.	Holders of A Shares	11,902,140,329 (99.8616%)	16,499,400 (0.1384%)	500 (0.0000%)
		Holders of H Shares	400,952,810 (96.7516%)	12,222,438 (2.9493%)	1,239,612 (0.2991%)
		Total	12,303,093,139 (99.7571%)	28,721,838 (0.2329%)	1,240,112 (0.0100%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					
2.	To consider and approve the proposal in relation to the “Work Report of the Supervisory Committee of MCC for the Year 2022”.	Holders of A Shares	11,914,942,229 (99.9690%)	3,697,500 (0.0310%)	500 (0.0000%)
		Holders of H Shares	409,107,248 (98.7193%)	4,068,000 (0.9816%)	1,239,612 (0.2991%)
		Total	12,324,049,477 (99.9270%)	7,765,500 (0.0630%)	1,240,112 (0.0100%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					
3.	To consider and approve the proposal in relation to the report on final accounts of the Company for the year 2022 (as set out in the 2022 annual report of the Company).	Holders of A Shares	11,914,942,229 (99.9690%)	3,697,500 (0.0310%)	500 (0.0000%)
		Holders of H Shares	409,107,248 (98.7193%)	4,068,000 (0.9816%)	1,239,612 (0.2991%)
		Total	12,324,049,477 (99.9270%)	7,765,500 (0.0630%)	1,240,112 (0.0100%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					

Ordinary Resolutions		Types of Shareholders	Total number of votes		
			For	Against	Abstain
4.	To consider and approve the proposal in relation to the profit distribution plan of the Company for the year 2022.	Holders of A Shares	11,916,325,629 (99.9806%)	2,314,100 (0.0194%)	500 (0.0000%)
		Holders of H Shares	414,286,860 (99.9691%)	0 (0.0000%)	128,000 (0.0309%)
		Total	12,330,612,489 (99.9802%)	2,314,100 (0.0188%)	128,500 (0.0010%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. The Company will separately announce the details of the arrangements regarding the distribution of the 2022 final dividend in accordance with the relevant regulatory requirements in due course.					
5.	To consider and approve the proposal in relation to the emoluments of Directors and Supervisors of the Company for the year 2022.	Holders of A Shares	11,914,871,329 (99.9684%)	3,768,400 (0.0316%)	500 (0.0000%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	12,325,090,189 (99.9354%)	7,836,400 (0.0635%)	128,500 (0.0011%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					
6.	To consider and approve the proposal in relation to the plan of guarantees to be provided by the Company for the year 2023.	Holders of A Shares	11,506,020,738 (96.5380%)	412,618,990 (3.4620%)	501 (0.0000%)
		Holders of H Shares	59,992,280 (14.4764%)	354,294,580 (85.4927%)	128,000 (0.0309%)
		Total	11,566,013,018 (93.7806%)	766,913,570 (6.2184%)	128,501 (0.0010%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					
7.	To consider and approve the proposal in relation to the appointment of the Company's auditor and internal control auditor for the year 2023.	Holders of A Shares	11,915,728,329 (99.9756%)	2,781,700 (0.0233%)	130,200 (0.0011%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	12,325,947,189 (99.9424%)	6,849,700 (0.0555%)	258,200 (0.0021%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					

Ordinary Resolutions	Types of Shareholders	Total number of votes			
		For	Against	Abstain	
8.	To consider and approve the proposal in relation to the adjustment of 2023 annual cap for transactions under the Framework Agreement and the entering into of the New Framework Agreement with China Minmetals and the setting of 2024 annual caps.				
(i)	To consider and approve the proposal in relation to the Company's adjustment of annual cap for 2023 for engineering construction (income) transactions under the Framework Agreement.	Holders of A Shares	1,724,772,929 (99.8315%)	2,911,400 (0.1685%)	600 (0.0000%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	2,134,991,789 (99.6682%)	6,979,400 (0.3258%)	128,600 (0.0060%)
(ii)	To consider and approve the proposal in relation to the entering into of the New Framework Agreement with China Minmetals and the setting of 2024 annual caps.	Holders of A Shares	1,724,773,029 (99.8315%)	2,911,400 (0.1685%)	500 (0.0000%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	2,134,991,889 (99.6682%)	6,979,400 (0.3258%)	128,500 (0.0060%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					
9.	To consider and approve the proposal in relation to the closure of part of the Company's A-share fund raising project and the use of the surplus proceeds for permanent replenishment of liquidity.	Holders of A Shares	11,915,855,529 (99.9766%)	2,784,200 (0.0234%)	500 (0.0000%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	12,326,074,389 (99.9434%)	6,852,200 (0.0556%)	128,500 (0.0010%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.					

Special Resolutions		Types of Shareholders	Total number of votes		
			For	Against	Abstain
10.	To consider and approve the proposal in relation to the amendments to the Articles of Association of the Company.	Holders of A Shares	11,487,995,503 (96.3868%)	417,638,326 (3.5041%)	13,006,400 (0.1091%)
		Holders of H Shares	29,181,536 (7.0416%)	384,894,324 (92.8766%)	339,000 (0.0818%)
		Total	11,517,177,039 (93.3846%)	802,532,650 (6.5072%)	13,345,400 (0.1082%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.					
11.	To consider and approve the proposal in relation to the amendments to the Rules of Procedure for the General Meetings of the Company.	Holders of A Shares	11,915,728,229 (99.9756%)	2,911,500 (0.0244%)	500 (0.0000%)
		Holders of H Shares	410,218,860 (98.9875%)	4,068,000 (0.9816%)	128,000 (0.0309%)
		Total	12,325,947,089 (99.9424%)	6,979,500 (0.0566%)	128,500 (0.0010%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.					
12.	To consider and approve the proposal in relation to the amendments to the Rules of Procedure for the Board Meetings of the Company.	Holders of A Shares	11,491,749,803 (96.4183%)	414,490,726 (3.4777%)	12,399,700 (0.1040%)
		Holders of H Shares	34,842,961 (8.4077%)	379,232,899 (91.5104%)	339,000 (0.0819%)
		Total	11,526,592,764 (93.4610%)	793,723,625 (6.4357%)	12,738,700 (0.1033%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.					

Pursuant to the relevant laws and regulations of the PRC, the Company announces the poll results of holders of A Shares who individually or collectively hold less than 5% of the total issued Shares of the Company in respect of the resolutions No.4, No.5, No.6, No.7, No.8 and No.9 proposed at the AGM as follows:

Ordinary Resolutions		Total number of votes		
		For	Against	Abstain
4.	To consider and approve the proposal in relation to the profit distribution plan of the Company for the year 2022.	497,610,329 (99.5370%)	2,314,100 (0.4629%)	500 (0.0001%)
5.	To consider and approve the proposal in relation to the emoluments of Directors and Supervisors of the Company for the year 2022.	496,156,029 (99.2461%)	3,768,400 (0.7538%)	500 (0.0001%)
6.	To consider and approve the proposal in relation to the plan of guarantees to be provided by the Company for the year 2023.	87,305,438 (17.4637%)	412,618,990 (82.5362%)	501 (0.0001%)
7.	To consider and approve the proposal in relation to the appointment of the Company's auditor and internal control auditor for the year 2023.	497,013,029 (99.4175%)	2,781,700 (0.5564%)	130,200 (0.0261%)
8.	(i) To consider and approve the proposal in relation to the Company's adjustment of annual cap for 2023 for engineering construction (income) transactions under the Framework Agreement.	497,012,929 (99.4175%)	2,911,400 (0.5824%)	600 (0.0001%)
	(ii) To consider and approve the proposal in relation to the entering into of the New Framework Agreement with China Minmetals and the setting of 2024 annual caps.	497,013,029 (99.4175%)	2,911,400 (0.5824%)	500 (0.0001%)
9.	To consider and approve the proposal in relation to the closure of part of the Company's A-share fund raising project and the use of the surplus proceeds for permanent replenishment of liquidity.	497,140,229 (99.4430%)	2,784,200 (0.5569%)	500 (0.0001%)

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, acted as one of the scrutineers for the vote-taking at the AGM. The work performed by Computershare Hong Kong Investor Services Limited did not include provision of any assurance or advice on matters of legal interpretation or legal entitlement to vote.

## LAWYERS' CERTIFICATION

As certified and stated in the legal opinion issued by Jia Yuan Law Offices, Beijing, the convening and procedures of the AGM conformed to the requirements of the laws, administrative regulations and the Articles of Association of the Company; the attendees and the convener of the AGM possessed valid qualifications; the voting process and the voting results were lawful and valid; and the resolutions passed at the AGM were lawful and valid.

By order of the Board  
**Metallurgical Corporation of China Ltd.\***  
**Wang Zhen**  
*Joint Company Secretary*

Beijing, the PRC  
26 June 2023

*As at the date of this announcement, the Board of Directors of the Company comprises executive Directors: Mr. Chen Jianguang and Mr. Zhang Mengxing; non-executive Directors: Mr. Lang Jia and Mr. Yan Aizhong (employee representative Director); and independent non-executive Directors: Mr. Zhou Jichang, Mr. Liu Li and Mr. Ng, Kar Ling Johnny.*

\* *For identification purposes only*