

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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 2023 ANNUAL GENERAL MEETING HELD ON 25 JUNE 2024

The board of directors (the “**Board**”) of Metallurgical Corporation of China Ltd.* (the “**Company**”) is pleased to announce that the 2023 annual general meeting (the “**AGM**”) of the Company was held at 10:00 a.m. on Tuesday, 25 June 2024 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 3 June 2024 of the Company. 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, Mr. Zhou Jichang, Mr. Lang Jia and Mr. Liu Li attended the AGM, and the attendance rate of Directors was 66.67%.

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 New Framework Agreement and Minmetals Finance Company's interests in the transactions under the New Financial Services Agreement, CMGC, an associate of China Minmetals and Minmetals Finance Company, 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 resolutions No.8 and No.9. 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 11,903,152,994 Shares, representing 57.4376% 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	34
including: number of holders of A Shares	33
number of holders of H Shares	1
Total number of Shares with voting rights held by the attending Shareholders	11,903,152,994
including: total number of Shares held by holders of A Shares	11,642,023,824
total number of Shares held by holders of H Shares	261,129,170
Percentage of Shares with voting rights held by the attending Shareholders against the total number of Shares of the Company with voting rights (%)	57.4376
including: percentage of Shares held by holders of A Shares against the total number of Shares (%)	56.1775
percentage of Shares held by holders of H Shares against the total number of Shares (%)	1.2601

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	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1.	To consider and approve the proposal in relation to the “Work Report of the Board of MCC for the Year 2023”.	A Shares	11,636,494,320	99.9525	5,521,504	0.0474	8,000	0.0001
		H Shares	248,403,082	95.1265	12,446,088	4.7663	280,000	0.1072
		Total	11,884,897,402	99.8466	17,967,592	0.1509	288,000	0.0025
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 2023”.	A Shares	11,636,494,320	99.9525	5,521,504	0.0474	8,000	0.0001
		H Shares	248,403,082	95.1265	12,446,088	4.7663	280,000	0.1072
		Total	11,884,897,402	99.8466	17,967,592	0.1509	288,000	0.0025
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 2023 (as set out in the 2023 annual report of the Company).	A Shares	11,636,493,520	99.9525	5,521,504	0.0474	8,800	0.0001
		H Shares	248,403,082	95.1265	12,446,088	4.7663	280,000	0.1072
		Total	11,884,896,602	99.8466	17,967,592	0.1509	288,800	0.0025
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.								
4.	To consider and approve the proposal in relation to the profit distribution plan of the Company for the year 2023.	A Shares	11,638,798,624	99.9723	3,217,200	0.0276	8,000	0.0001
		H Shares	260,986,170	99.9452	15,000	0.0057	128,000	0.0491
		Total	11,899,784,794	99.9717	3,232,200	0.0272	136,000	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. The Company will separately announce the details of the arrangements regarding the distribution of the 2023 final dividend in accordance with the relevant regulatory requirements in due course.								

Ordinary Resolutions		Types of Shareholders	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
5.	To consider and approve the proposal in relation to the emoluments of Directors and Supervisors of the Company for the year 2023.	A Shares	11,638,437,324	99.9692	3,578,500	0.0307	8,000	0.0001
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,895,197,494	99.9332	7,819,500	0.0657	136,000	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 2024.	A Shares	11,439,763,674	98.2627	202,159,150	1.7365	101,000	0.0008
		H Shares	49,326,283	18.8896	211,674,887	81.0614	128,000	0.0490
		Total	11,489,089,957	96.5214	413,834,037	3.4767	229,000	0.0019
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 2024.	A Shares	11,638,344,324	99.9684	3,577,700	0.0307	101,800	0.0009
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,895,104,494	99.9324	7,818,700	0.0657	229,800	0.0019
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.								
8.	To consider and approve the proposal in relation to the entering into of the New Financial Services Agreement between the Company and Minmetals Finance Company and the annual caps for the three years ending 31 December 2027.	A Shares	1,336,671,531	92.1164	114,295,893	7.8767	101,100	0.0069
		H Shares	144,867,892	55.4775	116,133,278	44.4735	128,000	0.0490
		Total	1,481,539,423	86.5285	230,429,171	13.4581	229,100	0.0134
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	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
9.	To consider and approve the proposal in relation to the entering into of the New Framework Agreement between the Company and China Minmetals and annual caps for 2025.	A Shares	1,447,389,724	99.7465	3,577,700	0.2466	101,100	0.0069
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	1,704,149,894	99.5300	7,818,700	0.4566	229,100	0.0134
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.								
10.	To consider and approve the proposal in relation to the asset-backed securitization business plan of the Company.	A Shares	11,638,437,224	99.9692	3,028,500	0.0260	558,100	0.0048
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,895,197,394	99.9332	7,269,500	0.0611	686,100	0.0057
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.								
11.	To consider and approve the proposal in relation to the closure of part of the Company's projects funded with the proceeds raised from A Shares and use of the remaining proceeds for permanent replenishment of liquidity.	A Shares	11,638,437,224	99.9692	3,028,400	0.0260	558,200	0.0048
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,895,197,394	99.9332	7,269,400	0.0611	686,200	0.0057
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.								
12.	To consider and approve the proposal in relation to the amendments to the Rules for the Work of Independent Directors of MCC.	A Shares	11,632,178,554	99.9154	9,287,170	0.0798	558,100	0.0048
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,888,938,724	99.8806	13,528,170	0.1137	686,100	0.0057
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	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
13.	To consider and approve the proposal in relation to the amendments to the Articles of Association.	A Shares	11,638,437,224	99.9692	3,027,700	0.0260	558,900	0.0048
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,895,197,394	99.9332	7,268,700	0.0611	686,900	0.0057
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.								
14.	To consider and approve the proposal in relation to the plan of registration and issuance of domestic bonds of the Company for the year 2024.	A Shares	11,624,328,004	99.8480	17,687,820	0.1519	8,000	0.0001
		H Shares	256,760,170	98.3269	4,241,000	1.6241	128,000	0.0490
		Total	11,881,088,174	99.8146	21,928,820	0.1842	136,000	0.0012
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.								
15.	To consider and approve the proposal in relation to the grant of general mandate to the Board of Directors to issue shares.	A Shares	11,479,064,728	98.6003	162,400,996	1.3950	558,100	0.0047
		H Shares	124,044,857	47.5033	136,956,313	52.4477	128,000	0.0490
		Total	11,603,109,585	97.4793	299,357,309	2.5149	686,100	0.0058
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, No.9, No.10 and No.11 proposed at the AGM as follows:

Ordinary Resolutions		For		Against		Abstain	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
4.	To consider and approve the proposal in relation to the profit distribution plan of the Company for the year 2023.	220,083,324	98.5557	3,217,200	1.4407	8,000	0.0036
5.	To consider and approve the proposal in relation to the emoluments of Directors and Supervisors of the Company for the year 2023.	219,722,024	98.3939	3,578,500	1.6025	8,000	0.0036

Ordinary Resolutions		For		Against		Abstain	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
6.	To consider and approve the proposal in relation to the plan of guarantees to be provided by the Company for the year 2024.	21,048,374	9.4257	202,159,150	90.5291	101,000	0.0452
7.	To consider and approve the proposal in relation to the appointment of the Company's auditor and internal control auditor for the year 2024.	219,629,024	98.3523	3,577,700	1.6021	101,800	0.0456
8.	To consider and approve the proposal in relation to the entering into of the New Financial Services Agreement between the Company and Minmetals Finance Company and the annual caps for the three years ending 31 December 2027.	108,911,531	48.7718	114,295,893	51.1830	101,100	0.0452
9.	To consider and approve the proposal in relation to the entering into of the New Framework Agreement between the Company and China Minmetals and annual caps for 2025.	219,629,724	98.3526	3,577,700	1.6021	101,100	0.0453
10.	To consider and approve the proposal in relation to the asset-backed securitization business plan of the Company.	219,721,924	98.3939	3,028,500	1.3562	558,100	0.2499
11.	To consider and approve the proposal in relation to the closure of part of the Company's projects funded with the proceeds raised from A Shares and use of the remaining proceeds for permanent replenishment of liquidity.	219,721,924	98.3939	3,028,400	1.3562	558,200	0.2499

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
25 June 2024

As at the date of this announcement, the Board comprises executive Director: Mr. Chen Jianguang; 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*