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China Nonferrous Mining Corporation Limited **中國有色礦業有限公司**

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 01258)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 JUNE 2024 AND PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by poll at the AGM held on 27 June 2024.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) dated 4 June 2024 of China Nonferrous Mining Corporation Limited (the “**Company**”). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular and the Notice. All Directors attended the AGM.

The board of directors of the Company (the “**Board**”) is pleased to announce that all the resolutions as set out in the Notice were duly passed by poll at the AGM held on 27 June 2024.

As at the date of the AGM, the total number of issued shares of the Company was 3,902,036,000 ordinary shares (the “**Shares**”), which was the total number of eligible Shares that entitled the shareholders of the Company (the “**Shareholders**”) to attend and to vote at the AGM.

As stated in the Circular, CNMC is a connected person of the Company which indirectly owns an aggregate of approximately 66.63% of the issued share capital of the Company (2,600,000,000 Shares) through CNMD and has a material interest in the transactions contemplated under resolution numbers 8 and 9 in the table below, therefore, CNMD and its associates were required to, and did, abstain from voting on such resolutions, at the AGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 8 and 9 at the AGM was 1,302,036,000 Shares, representing approximately 33.37% of the total number of Shares in issue.

Saved as disclosed above, there was no other Shareholder that was required to abstain from voting in respect of the resolutions at the AGM, and there were no other restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. There was no Share entitling any Shareholder to attend but abstain from voting in favour of the resolutions proposed at the AGM pursuant to Rule 13.40 of the Listing Rules. There was no party who had stated his/her/its intention in the Circular to vote against or abstain from voting on the resolutions proposed at the AGM.

The total number of Shares represented by the Independent Shareholders attending the AGM were 671,119,623 Shares, representing approximately 51.54% of the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 8 and 9 at the AGM (1,302,036,000 Shares).

The total number of Shares represented by the Shareholders attending the AGM were 2,986,312,423 Shares, representing approximately 76.53% of the total number of Shares entitling the Shareholders to attend and vote on the resolution numbers 1 to 7 at the AGM (3,902,036,000 Shares).

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the poll at the AGM. The following are the poll results of the resolutions passed at the AGM:

Ordinary Resolutions		Number of Shares (% of voting Shares at the AGM)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company and independent auditor for the year ended 31 December 2023.	2,985,109,423 99.96%	1,203,000 0.04%
2.	To declare a final dividend of US¢2.9702 per share of the Company for the year ended 31 December 2023.	2,986,312,423 100.00%	0 0.00%
3.	(a) To re-elect the Directors:		
	(i) to re-elect Ms. Yani GONG as a non-executive Director;	2,975,211,486 99.63%	11,100,937 0.37%
	(ii) to re-elect Mr. Dingfan QIU as an independent non-executive Director;	2,955,539,431 98.97%	30,772,992 1.03%

Ordinary Resolutions		Number of Shares (% of voting Shares at the AGM)	
		For	Against
	(iii) to re-elect Mr. Guangfu GAO as an independent non-executive Director; and	2,968,986,101 99.42%	17,326,322 0.58%
	(iv) to re-elect Mr. Huanfei GUAN as an independent non-executive Director; and	2,887,747,510 96.70%	98,564,913 3.30%
	(b) to authorise the Board to fix the remuneration of each Director.	2,984,725,195 99.95%	1,587,228 0.05%
4.	To re-appoint KPMG as the auditor of the Company and to authorise the Board to fix its remuneration.	2,986,312,423 100.00%	0 0.00%
5.	To consider and approve the proposal on the general mandate to the Directors to exercise all the powers of the Company to allot, issue and deal with new Shares (Ordinary resolution 5 as set out in the Notice).	2,775,429,212 92.94%	210,883,211 7.06%
6.	To consider and approve the proposal on the general mandate to the Directors to exercise all the powers of the Company to buy-back or otherwise acquire Shares (Ordinary resolution 6 as set out in the Notice).	2,986,312,423 100.00%	0 0.00%
7.	To add the aggregate number of Shares which are bought-back or otherwise acquired under the general mandate in resolution 6 by the Company to the aggregate number of Shares which may be issued under the general mandate in resolution 5 (Ordinary resolution 7 as set out in the Notice).	2,775,895,790 92.95%	210,416,633 7.05%
8.	To approve the revision of annual caps under the 2023 Mutual Supply Framework Agreement for the financial years ending 31 December 2024, 31 December 2025 and 31 December 2026 and the transactions contemplated thereunder (Ordinary resolution 8 as set out in the notice of AGM).	667,327,483 99.43%	3,792,140 0.57%

Ordinary Resolutions		Number of Shares (% of voting Shares at the AGM)	
		For	Against
9.	To approve, ratify and confirm the Financial Services Framework Agreement dated 27 May 2024 entered into between the Company and CNMC Finance in relation to the provision of certain financial services by CNMC Finance to the Company and its subsidiaries (including its representative entities in mainland China) and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 9 as set out in the Notice).	526,280,985 78.42%	144,838,638 21.58%

Note: The full text of these resolutions are set forth in the Notice.

As more than 50% of the votes were cast in favour of resolution numbers 1 to 9, resolution numbers 1 to 9 were passed as ordinary resolutions.

PAYMENT OF FINAL DIVIDEND

In relation to the resolution number 2 above, the Final Dividend will be paid on or around 15 July 2024 to the Shareholders whose names appear on the register of members of the Company on Thursday, 4 July 2024. The register of members of the Company will be closed on Thursday, 4 July 2024, and no transfer of Shares will be registered on that day. In order to be qualified for the Final Dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Wednesday, 3 July 2024 for registration. The Shares will be traded on an ex-dividend basis on Tuesday, 2 July 2024.

The HK\$ equivalent of the Final Dividend US\$2.9702 is HK\$0.231916 per share which is based on average exchange rate of US\$ against HK\$ at US\$1 to HK\$7.8081 as announced by The Hongkong and Shanghai Banking Corporation Limited on 27 June 2024.

By Order of the Board
China Nonferrous Mining Corporation Limited
Chaoran ZHU and Man Yi WONG
Joint Company Secretaries

27 June 2024

As at the date of this announcement, the Board comprises Mr. He YANG as an executive Director; Mr. Yaoyu TAN and Ms. Yani GONG as non-executive Directors; and Mr. Dingfan QIU, Mr. Guangfu GAO and Mr. Huanfei GUAN as independent non-executive Directors.

* *Translation of English or Chinese terms for reference purpose only.*