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五礦資源有限公司

MINMETALS RESOURCES LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1208)

**POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 MAY 2009
AND
APPOINTMENT OF NON-EXECUTIVE DIRECTORS**

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM and the Supplemental Notice of AGM were duly passed at the AGM.

The Board is also pleased to announce that Mr. Li Fuli and Mr. Xu Jiqing were elected as non-executive Directors at the AGM.

Reference is made to the circular of the Company (the “Circular”) and the notice of AGM of the Company (the “Notice of AGM”) both dated 21 April 2009 and the supplemental circular of the Company (the “Supplemental Circular”) and the supplemental notice of AGM of the Company (the “Supplemental Notice of AGM”) both dated 27 April 2009. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Supplemental Circular.

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM and the Supplemental Notice of AGM were duly passed at the AGM.

The Board is also pleased to announce that Mr. Li Fuli and Mr. Xu Jiqing were elected as non-executive Directors at the AGM.

POLL RESULTS

At the AGM, a poll was demanded by the Chairman of the AGM for voting on all the resolutions as set in the Notice of AGM and the Supplemental Notice of AGM.

As at the date of the AGM, the total number of Shares in issue was 2,026,216,799, which was the total number of shares entitling the Shareholders to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and vote only against any of the resolutions at the AGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2008.	1,337,257,812 (100%)	0 (0%)
2.	(a) To re-elect Mr. Xu Huizhong as a Director.	1,333,009,812 (99.68%)	4,248,000 (0.32%)
	(b) To re-elect Mr. Hao Chuanfu as a Director.	1,333,009,812 (99.68%)	4,248,000 (0.32%)
	(c) To re-elect Mr. Ren Suotang as a Director.	1,302,263,646 (97.38%)	34,994,166 (2.62%)
	(d) To re-elect Mr. Li Dongsheng as a Director.	1,337,257,812 (100%)	0 (0%)
	(e) To re-elect Mr. Chan Wai Dune as a Director.	1,337,257,812 (100%)	0 (0%)
	(f) To re-elect Mr. Ting Leung Huel, Stephen as a Director.	1,334,493,812 (99.79%)	2,764,000 (0.21%)
	(g) To authorize the Board to fix the directors' remuneration.	1,337,257,812 (100%)	0 (0%)
3.	To re-appoint auditors and to authorize the Board to fix their remuneration.	1,337,257,812 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot additional Shares not exceeding 20% of the issued share capital of the Company.	1,301,019,646 (97.29%)	36,238,166 (2.71%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company.	1,337,257,812 (100%)	0 (0%)
6.	To extend the general mandate on the issue of additional Shares by the number of Shares repurchased by the Company	1,301,203,646 (97.30%)	36,054,166 (2.70%)
7.	To consider and approve the election of Mr. Li Fuli as a non-executive Director.	1,331,973,812 (99.89%)	1,484,000 (0.11%)
8.	To consider and approve the election of Mr. Xu Jiqing as a non-executive Director.	1,298,647,646 (97.39%)	34,810,166 (2.61%)

As more than 50% of the votes were cast in favor of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

MR. LI FULI

Mr. Li Fuli, aged 43, is the vice president of China Minmetals, the ultimate controlling shareholder of the Company, since 2008 and is also responsible for the non-ferrous metals development.

Mr. Li holds a Bachelor's degree in Financial Accounting from the Renmin University of China in the PRC and an Executive Master of Business Administration degree from the Cheung Kong Graduate School of Business in the PRC. He joined China Minmetals Group in 1988 and had been subsequently assigned to a number of subsidiaries. Mr. Li was the vice general manager of Minmetals Finance Co. Ltd. in 1994 and was the general manager from 1997 to 2002 and from 2005 to 2008. He was also the vice general manager of Finance Branch of China Minmetals from 2001 to 2002. In 2002, Mr. Li was the vice general manager of Minmetals Investment & Development Co. Ltd. and was the general manager from 2005 to April 2009. In 2007, he was the assistant president of China Minmetals and was promoted to vice president in 2008. Mr. Li has extensive experience in strategic investment, corporate finance and financial management.

Mr. Li has not held any directorships in any listed public companies in the three years prior to the date of this announcement. He has not previously held any positions with the Company or any of its subsidiaries. Save as disclosed above, Mr. Li does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, he does not have any interests in the Shares within the meaning of Part XV of the SFO.

Pursuant to the service agreement to be entered into between the Company and Mr. Li, the appointment of Mr. Li is for a term of three years commencing from 25 May 2009 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. The amount of director's fee of Mr. Li is HK\$100,000 per annum. The emoluments of the non-executive directors are determined by reference to the remuneration benchmark in the industry and the prevailing market conditions.

Save as disclosed above, there is no information in relation to the appointment of Mr. Li which is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders.

MR. XU JIQING

Mr. Xu Jiqing, aged 41, is the vice president and a chief financial officer of CMN, the immediate controlling shareholder of the Company, since 2007 and 2005 respectively. He has also served as a director of Sino Mining International Limited, a subsidiary of the Company.

Mr. Xu holds a Bachelor's degree in Accounting from the University of International Business and Economics in the PRC and a Master of Business Administration degree from the Saint Mary's University in Canada. He is a qualified senior accountant in the PRC and is a member of the Certified General Accountants Association of Canada. Mr. Xu joined China Minmetals Group in 1991. In 1997, he was the manager of finance department of Minmetals Development Co. Ltd. and was promoted to vice general manager in 1999 and subsequently became the general manager in 2000. Mr. Xu was the general manager of finance department of China National Nonferrous Metals Industry Trading Group Corporation for four months in 2001. From 2001 to 2007, he was the general manager of finance department of CMN. Mr. Xu has extensive experience in accounting and corporate financial management.

Mr. Xu has not held any directorships in any listed public companies in the three years prior to the date of this announcement. Save as disclosed above, he does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Xu does not have any interests in the Shares within the meaning of Part XV of the SFO.

Pursuant to the service agreement to be entered into between the Company and Mr. Xu, the appointment of Mr. Xu is for a term of three years commencing from 25 May 2009 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. The amount of director's fee of Mr. Xu is HK\$100,000 per annum. The emoluments of the non-executive directors are determined by reference to the remuneration benchmark in the industry and the prevailing market conditions.

Save as disclosed above, there is no information in relation to the appointment of Mr. Xu which is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders.

The Board would like to extend a warm welcome to Mr. Li and Mr. Xu in joining the Board.

By Order of the Board
Minmetals Resources Limited
Hao Chuanfu
Executive Director and President

Hong Kong, 25 May 2009

As at the date of this announcement and following the appointment of Mr. Li Fuli and Mr. Xu Jiqing, the board of directors of the Company comprises thirteen directors, of which two are executive directors, namely Mr. Hao Chuanfu and Mr. Ren Suotang; eight are non-executive directors, namely Mr. Zhou Zhongshu (Chairman), Mr. Xu Huizhong (Vice Chairman), Mr. Li Fuli, Ms. Shen Ling, Mr. Zong Qingsheng, Mr. Wang Lixin, Mr. Cui Hushan and Mr. Xu Jiqing; and three are independent non-executive directors, namely Mr. Li Dongsheng, Mr. Chan Wai Dune and Mr. Ting Leung Huel, Stephen.