

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, 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 document.



五礦資源有限公司

MINMETALS RESOURCES LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1208)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 9 DECEMBER 2010

The Board is pleased to announce that the resolution set out in the Notice of EGM was duly passed by the Independent Shareholders by way of poll at the EGM.

As Completion is subject to the fulfilment (or if applicable, waiver) of certain conditions set out in the paragraph headed “Letter from the Board — The Acquisition — Conditions” in the circular, the Acquisition may or may not proceed. The issue of this announcement does not in any way imply that the transactions under the Share Sale Deed will be completed. Shareholders and potential investors in the Company should exercise caution when dealing in the Shares.

Reference is made to the circular of Minmetals Resources Limited (the “**Company**”) dated 22 November 2010 setting out information relating to, *inter alia*, the proposed very substantial acquisition and connected transaction in relation to the acquisition of the entire issued share capital of Album Resources Private Limited. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in such circular.

The Board is pleased to announce that the resolution set out in the notice of EGM dated 22 November 2010 (the “**Notice of EGM**”) was duly passed by the Independent Shareholders by way of poll as an ordinary resolution at the EGM held on 9 December 2010.

POLL RESULTS OF THE EGM

As at the date of the EGM, the total number of issued shares of the Company was 2,026,216,799 Shares. Since Album Enterprises is a wholly-owned subsidiary of CMN (the controlling Shareholder holding, through its subsidiaries, 1,284,467,826 Shares as at the date of the EGM), Album Enterprises is a connected person of the Company. Accordingly, the Acquisition constitutes a connected transaction of the Company under

Chapter 14A of the Listing Rules and is subject to the Independent Shareholders' approval requirement under Rule 14A.48 of the Listing Rules. As such, CMN and its associates abstained from voting on the resolution at the EGM. Accordingly, only the Independent Shareholders holding a total of 741,748,973 Shares were entitled to attend and vote for or against the resolution proposed at the EGM. Save for the 1,284,467,826 Shares held by CMN and its associates, no other Shareholder was required to abstain from voting at the EGM. There were no Shares entitling the Independent Shareholders to attend and vote only against the resolution at the EGM.

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

The full text of the resolution is set out in the Notice of EGM. The poll results in respect of the resolution proposed at the EGM are as follows:

Ordinary resolution		Number of votes (approximate %)	
		For	Against
1.	To approve the Share Sale Deed and all the transactions contemplated thereunder.	74,852,862 (83.1%)	15,189,779 (16.9%)

Note: The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person, by corporate representative or by proxy.

As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.

As Completion is subject to the fulfilment (or if applicable, waiver) of certain conditions set out in the paragraph headed "Letter from the Board — The Acquisition — Conditions" in the circular, the Acquisition may or may not proceed. The issue of this announcement does not in any way imply that the transactions under the Share Sale Deed will be completed. Shareholders and potential investors in the Company should exercise caution when dealing in the Shares.

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

Hong Kong, 9 December 2010

As at the date of this announcement, the board of directors of the Company comprises eleven directors, of which two are executive directors, namely Mr. Hao Chuanfu and Mr. Zhan Wei; six are non-executive directors, namely Mr. Li Fuli (Chairman), Ms. Shen Ling, Mr. Wang Lixin, Mr. Zong Qingsheng, Mr. Xu Jiqing and Mr. Li Liangang; and three are independent non-executive directors, namely Mr. Li Dongsheng, Mr. Ting Leung Huel, Stephen and Mr. Loong Ping Kwan.