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ZHAOJIN

**ZHAOJIN MINING INDUSTRY COMPANY LIMITED\***

**招金礦業股份有限公司**

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

**(Stock Code: 1818)**

## **ANNOUNCEMENT**

### **VOTING RESULTS OF CLASS MEETINGS**

The H shares class meeting and domestic shares class meeting (collectively “Class Meetings”) of Zhaojin Mining Industry Company Limited (the “Company”) were held at the conference room of Hotel Yun’s Paradise at No. 789, Fuxing East Road, Shanghai City, the People’s Republic of China (the “PRC”) on Thursday 3 June 2010 at 10:00 a.m. and 10:30 a.m., respectively. The Class Meetings were held in accordance with the requirements of the Company Law of the PRC and the articles of association of the Company (the “Articles of Association”).

#### **Voting Results of the H Shares Class Meeting**

As at the date of the H shares class meeting, the total number of issued H shares of the Company was 437,173,000. All holders of such shares are entitled to attend and vote for or against the resolutions presented at the H shares class meeting. Shareholders of the Company holding an aggregate of 165,543,679 H share, representing approximately 37.87% of the issued H shares of the Company, attended the H shares class meeting either in person or by proxy. There were no shares in respect of which their holders were entitled to attend and vote only against any resolutions proposed at the H shares class meeting. The chairman of the H shares class meeting demanded voting by way of poll on the proposed resolutions as set out in the notice of the H shares class meeting dated 16 April 2010. Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the H shares class meeting for the purpose of vote-taking.

The proposed resolutions were voted by way of a poll according to the Articles of Association. The voting results at the H shares class meeting of the Company are set out as follows:

SPECIAL RESOLUTIONS		No. of Votes (approximate %)	
		For	Against
1.	to grant a general mandate to the Board to exercise the power of the Company to allot, issue or deal with the H shares of up to a maximum of 20% of the aggregate nominal value of the existing issued H shares of the Company as at the date of passing this resolution.	99,561,534 (60.1422%)	65,982,145 (39.8578%)
As not more than two thirds of the votes were cast in favour of this resolution, the resolution was not duly passed as a special resolution.			
2.	to grant a general mandate to the Board to exercise the power of the Company to repurchase H shares of up to a maximum of 10% of the aggregate nominal value of the issued H shares share capital of the Company as at the date of passing this resolution.	165,542,679 (99.9994%)	1,000 (0.0006%)
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

### Voting Results of the Domestic Shares Class Meeting

As at the date of the domestic shares class meeting, the total number of issued domestic shares of the Company was 1,020,257,000. All holders of such shares are entitled to attend and vote for or against the proposed resolutions at the domestic shares class meeting. Shareholders of the Company holding an aggregate of 1,020,257,000 domestic shares, representing 100% of issued domestic shares of the Company, attended the domestic shares class meeting either in person or by proxy. There were no shares in respect of which their holders were entitled to attend and vote only against any resolutions proposed at the domestic shares class meeting. The chairman of the domestic shares class meeting demanded voting by way of poll on the proposed resolutions as set out in the notice of the domestic shares class meeting dated 16 April 2010. Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the domestic shares class meeting for the purpose of vote-taking. The

proposed resolutions were voted by way of a poll according to the Articles of Association and the resolutions were passed duly by the attended domestic shareholders. The voting results at the domestic shares class meeting of the Company are set out as follows:

SPECIAL RESOLUTIONS		No. of Votes (approximate %)	
		For	Against
1.	to grant a general mandate to the Board to exercise the power of the Company to allot, issue or deal with the H shares of up to a maximum of 20% of the aggregate nominal value of the existing issued H shares of the Company as at the date of passing this resolution.	1,020,257,000 (100%)	0 (0%)
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
2.	to grant a general mandate to the Board to exercise the power of the Company to repurchase H shares of up to a maximum of 10% of the aggregate nominal value of the issued H shares share capital of the Company as at the date of passing this resolution.	1,020,257,000 (100%)	0 (0%)
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

By order of the Board  
**Zhaojin Mining Industry Company Limited**  
**Lu Dongshang**  
*Chairman*

3 June 2010, Zhaoyuan, the PRC

*As at the date of this announcement, the Board comprises two executive directors, namely Mr. Lu Dongshang and Wang Peifu, five non-executive directors, namely Liang Xinjun, Mr. Cong Jianmao, Mr. Weng Zhanbin, Mr. Wu Zhongqing and Mr. Chen Guoping, and four independent non-executive Directors, namely Mr. Ye Tianzhu, Mr. Yan Hongbo, Ms. Chen Jinrong and Mr. Choy Sze Chung Jojo.*

\* For identification purpose only