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中國有色金屬有限公司*

China Nonferrous Metals Company Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 8306)

**PROFIT WARNING
AND
NOTICE OF BOARD MEETING**

PROFIT WARNING

The Board wishes to inform the Shareholders that the unaudited consolidated net profit for the six months ended 30 June 2011 is expected to be reduced when compared to the unaudited consolidated net profit recorded for the six months ended 30 June 2010. The reduction in net profit of the Group for the interim period is mainly attributed to a reduction in income from forward trading and the cessation of indent trading activities as from 1 January 2011.

The interim results announcement of the Company for the six months ended 30 June 2011 is expected to be released on 12 August 2011. Shareholders and investors are advised to read the interim results announcement carefully.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

NOTICE OF BOARD MEETING

The Board hereby announces that a meeting of the Board will be held on Friday, 12 August 2011 at 3:00 a.m. for the purposes of considering and approving, inter alia, the unaudited interim results of the Group for the six months ended 30 June 2011 and the recommendation of an interim dividend, if any.

PROFIT WARNING

This announcement is made by China Nonferrous Metals Company Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders (the “**Shareholders**”) of the Company that the unaudited consolidated net profit for the six months ended 30 June 2011 is expected to be reduced when compared to the unaudited consolidated net profit recorded for the six months ended 30 June 2010. The reduction in net profit of the Group for the interim period is mainly attributed to a reduction in income from forward trading and the cessation of indent trading activities as from 1 January 2011.

The Company is still in the process of finalizing the interim results for the six months ended 30 June 2011. The interim results of the Group for the six months ended 30 June 2011 is subject to finalization and the information contained in this announcement is only based on the preliminary assessment by the Company’s management according to the consolidated management accounts of the Group, and is not based on any figure or information that has been audited or reviewed by the Company’s auditors. The information contained in this announcement may be different from the interim financial information to be published.

The interim results announcement of the Company for the six months ended 30 June 2011 is expected to be released on 12 August 2011. Shareholders and investors are advised to read the results announcement carefully.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

NOTICE OF BOARD MEETING

The Board wishes to announce that a meeting of the Board will be held at Suites 1704-05, 17/F, Dah Sing Financial Centre, 108 Gloucester Road, Wanchai, Hong Kong on Friday, 12 August 2011 at 3:00 p.m. for the following purposes:

1. to consider and approve the unaudited interim results of the Group for the six months ended 30 June 2011 and to approve the draft announcement of the unaudited interim results to be published on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited;
2. to consider the payment of an interim dividend, if any;
3. to consider the closure of the Register of Members, if necessary; and
4. to transact any other business.

By order of the Board
China Nonferrous Metals Company Limited
Kang Hongbo
Executive Director

Hong Kong, 29 July 2011

* For identification purposes only

As at the date of this announcement, the executive Directors are Mr. Mei Ping, Ms. Xie Yi Ping, Dr. Yu Heng Xiang, Mr. Ng Tang, Mr. Xu Bing, Mr. Kang Hongbo and Ms. Han Qiong, and the independent non-executive Directors are Mr. Liu Yaosheng, Mr. Chan Siu Lun and Mr. Chen Mingxian.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purposes of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will be published on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the Company’s website <http://www.cnm.com.hk>.