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## IMPORTANT

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*IMPORTANT: If you are in any doubt about any of the contents of this Prospectus, you should obtain independent professional advice.*



中国多金属矿业  
CHINA POLYMETALLIC MINING

# China Polymetallic Mining Limited 中國多金屬礦業有限公司

*(Incorporated in the Cayman Islands with limited liability)*

## GLOBAL OFFERING

<b>Number of Offer Shares under the Global Offering</b>	<b>: 500,000,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 50,000,000 Shares (subject to adjustment)</b>
<b>Number of International Placing Shares</b>	<b>: 450,000,000 Shares (subject to adjustment and the Over-allotment Option)</b>
<b>Maximum Offer Price</b>	<b>: HK\$2.54 per Hong Kong Offer Share plus brokerage of 1%, SFC transaction levy of 0.003%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>: HK\$0.00001 per Share</b>
<b>Stock code</b>	<b>: 2133</b>

**Sole Global Coordinator and Sole Sponsor**



**Joint Bookrunners**

**Renaissance  
Capital**



**Joint Lead Managers**



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

A copy of this Prospectus, having attached thereto the documents specified in the section headed "Documents Delivered to the Registrar of Companies and Available for Inspection" in Appendix IX to this Prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Hong Kong Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this Prospectus or any other document referred to above.

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (on behalf of the Underwriters) and us on the Price Determination Date, which is expected to be on or around Wednesday, December 7, 2011 and, in any event, not later than Monday, December 12, 2011. The Offer Price will be not more than HK\$2.54 and is currently expected to be not less than HK\$2.22. If, for any reason, the Offer Price is not agreed by Monday, December 12, 2011 between the Sole Global Coordinator (on behalf of the Underwriters) and us, the Global Offering will not proceed and will lapse.

The Sole Global Coordinator (on behalf of the Underwriters) may, with our consent, reduce the number of Offer Shares being offered under the Global Offering and/or the indicative offer price range below that is stated in this Prospectus at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offer. In such a case, an announcement will be published in the *South China Morning Post* (in English) and the *Hong Kong Economic Times* (in Chinese) not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offer. If applications for Hong Kong Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offer, then even if the number of Offer Shares and/or the indicative offer price range is so reduced, such applications cannot be subsequently withdrawn. For further information, see the section headed "Structure and Conditions of the Global Offering" and "How to Apply for Hong Kong Offer Shares" in this Prospectus. If, for whatever reason, the Sole Global Coordinator on behalf of the Underwriters and we are unable to agree on the Offer Price, the Global Offering (including the Hong Kong Public Offer) will not proceed and will lapse.

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Sole Global Coordinator (on behalf of the Underwriters) if certain grounds arise prior to 8:00 a.m. on the day that trading in the Offer Shares commences on the Stock Exchange. Such grounds are set out in the section headed "Underwriting" in this Prospectus.

The Offer Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold, pledged or transferred within the United States except that the Offer Shares may be offered, sold or delivered to Qualified Institutional Buyers, or QIBs, in reliance on Rule 144A under the U.S. Securities Act or outside the United States in reliance on Regulation S under the U.S. Securities Act.

December 2, 2011