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**CVM Minerals Limited**  
**南亞礦業有限公司**

*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 705)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of CVM Minerals Limited (“**Company**”) will be held at Unit 2402, 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 28 October 2011 at 9:00 a.m. to consider and, if thought fit, to pass with or without amendments, the following resolution as an ordinary resolution:

**ORDINARY RESOLUTION**

**“THAT**

- (a) the Placing Agreement (as defined in the circular dated 11 October 2011 despatched to the shareholders of the Company (the “Circular”)), a copy of which has been produced to the EGM marked “A” and initialed by the chairman of the EGM for the purpose of identification, dated 1 September 2011, and all the transactions contemplated thereunder, be and is hereby approved, ratified and confirmed;
- (b) the issue of the Convertible Bonds (as defined in the Circular) by the Company in accordance with the terms and conditions of the Placing Agreement and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (c) the allotment and issue of new ordinary shares of the Company which may fall to be issued upon the exercise of the conversion rights attached to the Convertible Bonds be and are hereby approved; and
- (d) the directors of the Company be and is/are hereby authorised to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be in their discretion consider necessary, desirable or expedient to carry out and implement the Placing Agreement and all the transactions contemplated thereunder into full effect.”

By Order of the Board  
**CVM Minerals Limited**  
**GOH SIN HUAT**  
*Executive Chairman*

Hong Kong, 11 October 2011

**Notes:**

- (1) A shareholder of the Company entitled to attend and vote at the extraordinary general meeting (or at any adjournment thereof) is entitled to appoint another person as his/her/its proxy to attend and vote in his/her/its stead in accordance with the Articles. A proxy need not be a shareholder of the Company.
- (2) In the case of joint holders, the vote of the senior who tenders the vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of other joint holder(s), and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- (3) In order to be valid, a form of proxy must be deposited at the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting or any adjourned meeting thereof, if they so wish.

*As at the date of this notice, the Executive Directors of the Company are Mr. Goh Sin Huat, Mr. Lim Ooi Hong and Mr. Leung Wai Kwan, and the Independent Non-executive Directors of the Company are Ms. Wong Choi Kay, Mr. Chong Lee Chang and Mr. Tony Tan.*