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中國大冶有色金屬礦業有限公司

China Daye Non-Ferrous Metals Mining Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 661)

STRATEGIC COOPERATION FRAMEWORK AGREEMENT

Reference is made to the announcement of the Company dated 9 March 2015 in relation to the capital injection agreement between the shareholders of the Parent Company. On 26 March 2015, the Board was informed by CNMC that, in relation to the Capital Injection, the People's Government of Hubei Province has signed the Strategic Cooperation Framework Agreement with CNMC on 26 March 2015. Pursuant to the Strategic Cooperation Framework Agreement, basic principles have been reached between CNMC and the People's Government of Hubei Province in respect of the strategic cooperation of the Parent Company with the principal terms as follows:

- The Parent Company, being a leading non-ferrous metal enterprise in Hubei Province, has a wealth of talents, technologies and equipment necessary for the mining, screening, smelting and processing of non-ferrous metals. It is on a mission to revitalize the non-ferrous metals industry of Hubei Province. Both parties agree to jointly develop the Parent Company into a RMB100 billion enterprise and achieve the goal of evolving into a RMB150 billion enterprise during the period under the "Thirteenth Five-Year Plan", striving to become a first-class international enterprise and developing the non-ferrous metals industry of Hubei Province to a strong, outstanding and large one.
- Apart from the previous contribution of RMB3.363 billion by CNMC, the People's Government of Hubei Province agrees to CNMC further injecting capital into the Parent Company to complete its shareholding control in the Parent Company. CNMC undertakes that the first phase of further injection into the Parent Company will be no less than RMB2 billion.
- CNMC will allocate its existing and future mining resources, both onshore and offshore, to the Parent Company and actively support the development of the Parent Company in terms of funding and policies to speed up its transformation and upgrading.

DEFINITION

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Announcement”	the announcement of the Company dated 9 March 2015 in relation to the capital injection agreement between the shareholders of the Parent Company
“Board”	the board of Directors of the Company
“Capital Injection”	has the meaning ascribed to it under the Announcement
“CNMC”	中國有色礦業集團有限公司 (China Non-ferrous Metal Mining (Group) Co., Ltd*), a company established in the PRC with limited liability and wholly-owned by 中華人民共和國國務院國有資產監督管理委員會 (State-owned Assets Supervision and Administration Commission of the State Council of People’s Republic of China*)
“Company”	China Daye Non-Ferrous Metals Mining Limited, a company incorporated in Bermuda with limited liability, whose Shares are listed on the Main Board of the Stock Exchange of Hong Kong Limited
“Directors”	the directors of the Company
“Parent Company”	大冶有色金屬集團控股有限公司 (Daye Non-ferrous Metals Corporation Holdings Limited*), a company established in the PRC with limited liability and owned as to 51% by Hubei SASAC and 49% by CNMC respectively as at the date of this announcement
“PRC”	the People’s Republic of China, excluding Hong Kong, Taiwan and the Macau Special Administrative Region for the purpose of this announcement
“Strategic Cooperation Framework Agreement”	the strategic cooperation framework agreement dated 26 March 2015 entered into between the People’s Government of Hubei Province and CNMC in respect of the strategic cooperation of the Parent Company

By Order of the Board of
China Daye Non-Ferrous Metals Mining Limited
Zhang Lin
Chairman of the Board

Hong Kong, 26 March 2015

* *For identification purposes only*

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhang Lin (Chairman of the Board), Mr. Long Zhong Sheng, Mr. Zhai Baojin and Mr. Tan Yaoyu; and three independent non-executive Directors, namely Mr. Wang Qihong, Mr. Wang Guoqi and Mr. Liu Jishun.