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METALLURGICAL CORPORATION OF CHINA LTD. *

中國冶金科工股份有限公司

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

(Stock Code: 1618)

ANNOUNCEMENT

POLL RESULTS OF THE 2015 ANNUAL GENERAL MEETING HELD ON 28 JUNE 2016

The board of directors (the “**Board**”) of Metallurgical Corporation of China Ltd.* (the “**Company**” or “**MCC**”) is pleased to announce that the 2015 annual general meeting (the “**AGM**”) of the Company was held at 2:00 p.m. on Tuesday, 28 June 2016 at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”). The proposed resolutions set out in the notice of the AGM were duly passed by way of poll without amendment by the attending shareholders and authorized proxies carrying voting rights.

Reference is made to the circular of the Company and the notice of the AGM both dated 13 May 2016. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as defined in such circular.

As at the date of the AGM, the number of issued Shares of the Company was 19,110,000,000, comprising 16,239,000,000 A Shares and 2,871,000,000 H Shares.

AGM

Mr. Guo Wenqing, the Chairman of the Board, was unable to attend the AGM due to other business commitments. Pursuant to the relevant requirements, Mr. Zhang Zhaoxiang, an executive Director and the President of the Company, was elected by the majority of the Directors of the Company to chair the AGM. As at the date of the AGM, the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 19,110,000,000. There were no restrictions on any shareholder casting votes on any of the resolutions proposed at the AGM.

For the resolutions proposed at the AGM, the shareholders and authorized proxies holding an aggregate of 12,704,537,321 Shares, representing 66.4811% of the total voting Shares of the Company, were present at the AGM and voted on the resolutions so proposed. The convening of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company.

The voting on the resolutions at the AGM was taken by poll pursuant to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Total number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the proposal in relation to the “Work Report of the Board of MCC for the year 2015”.	12,702,769,121 (99.9861%)	59,200 (0.0005%)	1,709,000 (0.0134%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
2.	To consider and approve the proposal in relation to the “Work Report of the Supervisory Committee of MCC for the year 2015”.	12,702,769,121 (99.9861%)	59,200 (0.0005%)	1,709,000 (0.0134%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
3.	To consider and approve the proposal in relation to the emoluments of Directors and Supervisors of the Company for the year 2015.	12,702,762,721 (99.9860%)	59,200 (0.0005%)	1,715,400 (0.0135%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
4.	To consider and approve the proposal in relation to the plan of guarantees to be provided by the Company in 2016.	12,438,442,505 (97.9055%)	264,379,416 (2.0810%)	1,715,400 (0.0135%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
5.	To consider and approve the proposal in relation to the appointment of the auditor of the financial report and internal control auditor of the Company for the year 2016.	12,684,832,621 (99.8449%)	47,700 (0.0004%)	19,657,000 (0.1547%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, acted as one of the scrutineers for the vote-taking at the AGM. The work performed by Computershare Hong Kong Investor Services Limited did not include provision of any assurance or advice on matters of legal interpretation or legal entitlement to vote.

LAWYERS' CERTIFICATION

As certified and stated in the legal opinion issued by Beijing Dacheng Law Offices, the convening and procedures of the AGM conformed to the requirements of the laws, administrative regulations and the Articles of Association of the Company; the attendees and the convener of the AGM possessed valid qualifications; the voting process and the voting results were lawful and valid; and the resolutions passed at the AGM were lawful and valid.

By order of the Board
Metallurgical Corporation of China Ltd.*
Lin Xiaohui
Company Secretary

Beijing, the PRC
28 June 2016

As at the date of the announcement, the Board of the Company comprises two executive directors: Mr. Guo Wenqing and Mr. Zhang Zhaoxiang; two non-executive directors: Mr. Jing Tianliang and Mr. Lin Jinzhen; and three independent non-executive directors: Mr. Yu Hailong, Mr. Ren Xudong and Mr. Chan Ka Keung Peter.

* *For identification purposes only*