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CHINA BILLION RESOURCES LIMITED

中富資源有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 28 JUNE 2016**

AND

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the circular of the Company dated 27 May 2016 (“**Circular**”), in relation to the Ordinary Resolutions proposed to be considered and passed at the AGM. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The Board announces the poll results in respect of the Ordinary Resolutions proposed at the AGM of the Company held on 28 June 2016 are as follows:

	Ordinary Resolutions	Number of Votes (%)		Passed by Shareholders
		For	Against	
1	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2015.	11,868,155,966 (99.4476%)	65,918,226 (0.5524%)	Yes
2(a)	To re-elect Mr. Long Xiaobo as director of the Company.	11,923,233,612 (99.9092%)	10,840,580 (0.0908%)	Yes
2(b)	To re-elect Mr. Chen Yi-chung as director of the Company.	11,932,177,392 (99.9841%)	1,896,800 (0.0159%)	Yes
2(c)	To re-elect Mr. Chiang Tsung-Nien as director of the Company.	2,030,093,189 (17.0109%)	9,903,981,003 (82.9891%)	No
2(d)	To authorize the board of directors of the Company to fix the remuneration of the directors of the Company.	11,932,862,992 (100.0000%)	0 (0.0000%)	Yes
3	To re-appoint ZHONGHUI ANDA CPA Limited as auditor and authorise the board of directors to fix its remuneration.	11,932,862,992 (99.9899%)	1,211,200 (0.0101%)	Yes
4	To grant an unconditional mandate to the directors to allot shares, to issue warrants to subscribe for shares and to make offers or agreements or grant options which would or might require shares to be allotted or issued as set out in the ordinary resolution in item 4 of the notice of the Meeting.	11,869,125,686 (99.4558%)	64,948,506 (0.5442%)	Yes

5	To grant an unconditional mandate to the directors to repurchase the Company's own shares as set out in the ordinary resolution in item 5 of the notice of Meeting.	11,932,664,152 (99.9983%)	198,840 (0.0017%)	Yes
6	To extend the general mandate granted to the directors to issue shares under ordinary resolution 5 above by including the number of shares repurchased as set out in the ordinary resolution in item 6 of the notice of the Meeting.	11,867,935,486 (99.4458%)	66,138,706 (0.5542%)	Yes
7	To approve the refreshment of 10% share option scheme mandate limit.	11,867,665,886 (99.4435%)	66,408,306 (0.5565%)	Yes

Notes:

- (1) All percentages rounded to 4 decimal places.
- (2) The full texts of the above Ordinary Resolutions are set out in the Notice of AGM.
- (3) Number of Shares entitling the Shareholders to attend and vote on all the resolutions at the AGM: 17,544,977,408 Shares.
- (4) Number of shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules at the AGM: Nil.
- (5) Number of Shares for Shareholders required under the Listing Rules to abstain from voting at the AGM: Nil.
- (6) The scrutineer for the poll at the AGM: Tricor Tengis Limited, the Hong Kong Branch Share Registrar of the Company.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

According to the poll results, Mr. Chiang Tsung-Nien (“**Mr. Chiang**”) was not re-elected successfully, therefore, Mr. Chiang retired from office as director of the Company and all other relevant membership of the Board committees immediately after the closure of the AGM. Since the retirement of Mr. Chiang, the Company has only one independent non-executive director (“**INED**”), thus the number of the INEDs and the members of the audit committee of the Company falls below the minimum number required under Rules 3.10(1) and 3.21 of the Listing Rules. The Board is in the process of identifying suitable candidates to fill the vacancies as INEDs and members of the audit committee of the Company as soon as practicable and in any event within 3 months from the date of the Company's announcement dated 5 April 2016 to fill one vacancy due to Mr. Jin Shunxing's resignation and from the date of this announcement to fill one vacancy due to Mr. Chiang's retirement pursuant to Rule 3.11 of the Listing Rules. Further announcement will be made by the Company as and when appropriate.

List of Directors and their roles and functions

With effect from 28 June 2016, the members of the Board are set out below:

Executive Directors:

Mr. Long Xiaobo (*Chairman of the Board*)

Mr. Zuo Weiqi (*Chief executive officer*)

Mr. Chen Yi-chung

Mr. Xiao Jie

Independent non-executive Director:

Ms. Liu Shuang

The table below provides the latest membership information of the audit committee, the remuneration committee and the nomination committee of the Company on which each Board member serves:

Board Committees Directors	Audit Committee	Remuneration Committee	Nomination Committee
Mr. Long Xiaobo		M	C
Mr. Zuo Weiqi			M
Mr. Chen Yi-chung			
Mr. Xiao Jie			
Ms. Liu Shuang	C	C	M

Notes:

C: Chairman of the relevant Board committees

M: Member of the relevant Board committees

By order of the Board of
China Billion Resources Limited
Long Xiaobo
Chairman of the Board

Hong Kong, 28 June 2016

As at the date hereof, the Board comprises the following Directors:

Executive Directors:

Mr. Long Xiaobo (*Chairman of the Board*)

Mr. Zuo Weiqi (*Chief executive officer*)

Mr. Chen Yi-chung

Mr. Xiao Jie

Independent non-executive Director:

Ms. Liu Shuang