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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1164)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 MAY 2014

The board of directors (the “**Board**”) of CGN Mining Company Limited (the “**Company**”) is pleased to announce that the ordinary resolutions set out in the notice of the annual general meeting of the Company (the “**AGM**”) contained in the Circular were duly approved by the Shareholders by way of poll at the AGM on 23 May 2014.

Reference is made to the circular of the Company dated 26 March 2014 (the “**Circular**”), in relation to, among other matters, proposals for general mandate to allot and issue Shares, and to repurchase Shares and proposals to re-elect Directors. Unless otherwise defined, capitalised terms used herein shall have the same meaning as defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that the ordinary resolutions (the “**Resolutions**”) set out in the notice of the AGM dated 26 March 2014 were duly passed by the Shareholders by way of poll at the AGM.

The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and auditors of the Company for the year ended 31 December 2013.	2,200,953,588 (100.0000%)	0 (0.0000%)
2.	(a)(i) To re-elect Mr. Yu Zhiping as an executive Director of the Company.	2,200,898,588 (99.9970%)	65,000 (0.0030%)
	(ii) To re-elect Mr. Zhou Zhenxing as a non-executive Director of the Company.	2,200,898,588 (99.9970%)	65,000 (0.0030%)
	(iii) To re-elect Mr. Chen Qiming as a non-executive Director of the Company.	2,200,963,588 (100.0000%)	0 (0.0000%)
	(iv) To re-elect Mr. Xing Jianhua as a non-executive Director of the Company.	2,200,963,588 (100.0000%)	0 (0.0000%)
	(v) To re-elect Mr. Ling Bing as an independent non-executive Director of the Company.	2,193,768,588 (99.6731%)	7,195,000 (0.3269%)

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
	(b) To authorise the board of Directors to fix the remuneration of the Directors.	2,200,953,588 (100.0000%)	0 (0.0000%)
3.	To re-appoint Messrs. SHINEWING (HK) CPA Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.	2,200,888,588 (99.9970%)	65,000 (0.0030%)
4.	To consider and approve the general unconditional mandate to the Board of Directors for the issue of additional new shares of up to 20% of the issued share capital of the Company as at the date of this resolution.	2,193,758,588 (99.6731%)	7,195,000 (0.3269%)
5.	To consider and approve the general unconditional mandate to the Board of Directors for the repurchase of shares of up to 10% of the issued share capital of the Company as at the date of this resolution.	2,200,953,588 (100.0000%)	0 (0.0000%)
6.	To authorise the Board of Directors to allot, issue or otherwise deal with additional shares equal to the number of shares repurchased.	2,193,758,588 (99.6731%)	7,195,000 (0.3269%)

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM was 3,332,586,993 Shares, representing the entire issued share capital of the Company as at the date of the AGM.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions set out above were duly passed as ordinary resolutions of the Company.

There were no restrictions on any Shareholders to cast votes on any of the Resolutions proposed at the AGM, and no parties were required to attend and abstain from voting in favour at the AGM pursuant to Rule 13.40 of the Listing Rules.

The Hong Kong branch share registrar of the Company, Union Registrars Limited, was appointed as the scrutineer for the vote-taking at the AGM.

By Order of the Board
CGN Mining Company Limited
Mr. Zhou Zhenxing
Chairman

Hong Kong, 23 May 2014

As at the date of this announcement, the executive Directors of the Company are Mr. Yu Zhiping (chief executive officer) and Mr. He Zuyuan, the non-executive Directors are Mr. Zhou Zhenxing (chairman), Mr. Chen Qiming, Mr. Xing Jianhua and Mr. Huang Jianming, and the independent non-executive Directors are Mr. Ling Bing, Mr. Qiu Xianhong and Mr. Huang Jinsong.

* For identification purpose only