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**MMG LIMITED**

**五礦資源有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(HKEX STOCK CODE: 1208)**

**(ASX STOCK CODE: MMG)**

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 MAY 2016

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular of MMG Limited (Company) dated 20 April 2016 (Circular) in relation to, among other things, the proposals for (i) re-election of Directors; (ii) general mandates to issue and to repurchase Shares; and (iii) change of auditor of the Company; and Notice of AGM. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by Shareholders by way of poll at the AGM held on 25 May 2016.

As at the date of the AGM, the total number of issued Shares was 5,290,069,889, which was the total number of shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM. None of the Shareholders are required under the Listing Rules to attend and abstain from voting in favour of all the resolutions proposed at the AGM, or to abstain from voting. No Shareholders stated their intention in the Circular to vote against or to abstain from voting on all the resolutions proposed at the AGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for voting-taking at the AGM.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (approximate %)		
		For	Against	Abstain
1.	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2015.	4,139,306,295 (99.944%)	0 (0%)	2,332,000 (0.056%)
2.	(a) To re-elect Mr Andrew Gordon Michelmore as a Director.	4,139,095,783 (99.939%)	210,512 (0.005%)	2,332,000 (0.056%)
	(b) To re-elect Dr Peter William Cassidy as a Director.	4,139,095,783 (99.939%)	210,512 (0.005%)	2,332,000 (0.056%)
	(c) To re-elect Mr Leung Cheuk Yan as a Director.	4,139,095,783 (99.939%)	210,512 (0.005%)	2,332,000 (0.056%)
	(d) To re-elect Ms Jennifer Anne Seabrook as a Director.	4,139,093,783 (99.939%)	212,512 (0.005%)	2,332,000 (0.056%)
	(e) To re-elect Professor Pei Ker Wei as a Director.	4,139,093,783 (99.939%)	212,512 (0.005%)	2,332,000 (0.056%)
3.	To authorize the Board to fix the remuneration of all Directors.	4,139,306,295 (99.944%)	0 (0%)	2,332,000 (0.056%)
4.	To appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorize the Board to fix the remuneration of the auditor.	4,139,306,295 (99.944%)	0 (0%)	2,332,000 (0.056%)
5.	To grant a general mandate to the Board to allot additional shares not exceeding 20% of the total number of issued shares of the Company.	3,940,438,926 (95.142%)	198,867,369 (4.802%)	2,332,000 (0.056%)
6.	To grant a general mandate to the Board to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company.	4,139,306,295 (99.944%)	0 (0%)	2,332,000 (0.056%)
7.	Conditional on the passing of Resolutions no. 5 and no. 6, power be given to the Board to extend the general mandate on the issue of additional shares by the number of shares repurchased by the Company.	3,962,322,638 (95.671%)	176,983,657 (4.273%)	2,332,000 (0.056%)

Note: The number of votes and approximate percentage of voting as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

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

By order of the Board  
**MMG Limited**  
**Andrew Gordon Michelmore**  
*CEO and Executive Director*

Hong Kong, 25 May 2016

*As at the date of this announcement, the Board comprises eight directors, of which two are executive directors, namely Mr Andrew Gordon Michelmore and Mr Xu Jiqing; two are non-executive directors, namely Mr Jiao Jian (Chairman) and Mr Gao Xiaoyu; and four are independent non-executive directors, namely Dr Peter William Cassidy, Mr Leung Cheuk Yan, Ms Jennifer Anne Seabrook and Professor Pei Ker Wei.*