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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 23 MAY 2019**

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 18 April 2019 (Circular) in relation to, among other things, the proposals for (i) re-election of Directors; and (ii) general mandates to issue and to repurchase Shares; 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 23 May 2019.

As at the record date of the AGM on 17 May 2019, the total number of Shares in issue was 8,052,927,835 Shares, 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. There were no Shareholders that are required under the Listing Rules to abstain from voting at the AGM and no Shareholders have 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 of the auditor of the Company for the year ended 31 December 2018.	7,029,960,626 (99.989%)	0 (0%)	784,000 (0.011%)
2.	(a) To re-elect Mr Xu Jiqing as a Director.	7,024,439,343 (99.910%)	6,305,283 (0.090%)	0 (0%)
	(b) To re-elect Mr Zhang Shuqiang as a Director.	6,976,647,814 (99.231%)	54,096,812 (0.769%)	0 (0%)
	(c) To re-elect Dr Peter Cassidy as a Director.	7,025,944,626 (99.932%)	4,800,000 (0.068%)	0 (0%)
3.	To authorise the Board to fix the remuneration of all Directors.	6,994,102,546 (99.794%)	2,184,080 (0.031%)	12,226,000 (0.175%)
4.	To appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix the remuneration of the auditor.	7,030,757,526 (100%)	0 (0%)	0 (0%)
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.	5,961,435,143 (84.791%)	1,069,309,483 (15.209%)	0 (0%)
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.	7,030,757,526 (100%)	0 (0%)	0 (0%)
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.	5,962,249,343 (84.803%)	1,068,495,283 (15.197%)	0 (0%)

Note: The number of votes and approximate percentage of voting as stated above are based on the total number of Shares in issue 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**  
**Gao Xiaoyu**  
CEO and Executive Director

Hong Kong, 23 May 2019

*As at the date of this announcement, the Board comprises nine directors, of which two are executive directors, namely Mr Gao Xiaoyu and Mr Xu Jiqing; three are non-executive directors, namely Mr Guo Wenqing (Chairman), Mr Jiao Jian and Mr Zhang Shuqiang; 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.*