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CHINA METAL RESOURCES UTILIZATION LIMITED

中國金屬資源利用有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1636)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 22 FEBRUARY 2022

<p>The Board is pleased to announce that the resolutions as set out in the Notice of the EGM dated 4 February 2022 were duly passed by way of poll at the EGM held on 22 February 2022.</p>

References are made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of China Metal Resources Utilization Limited (the “**Company**”) both dated 4 February 2022, and the announcement of the Company on the special arrangements for the EGM dated 16 February 2022. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular and the Notice.

The Board is pleased to announce that the proposed ordinary resolutions as set out in the Notice of the EGM dated 4 February 2022 were duly passed by way of a poll at the EGM held on 22 February 2022.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

All Directors attended the EGM. Mr. Kwong Wai Sun Wilson, an executive Director, attended in person, three executive Directors, namely, Mr. Yu Jianqiu, Mr. Huang Weiping and Ms. Zhu Yufen, and three independent non-executive Directors, namely, Mr. Lee Ting Bun Denny, Mr. Pan Liansheng and Ms. Ren Ruxian, attended the EGM through video conference.

Details of the poll results of the EGM were set out as follows:

ORDINARY RESOLUTIONS[#]		Number of Votes (%) <i>Note</i>	
		For	Against
1.	To approve, ratify and confirm the Huarong Subscription Agreement and the transactions contemplated thereunder; to grant the Huarong Subscription Specific Mandate to the directors of the Company; and to authorize any one or more Directors to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be, as they may in their discretion consider necessary, desirable or expedient in connection with (1) the performance of the rights and/or obligations under the Huarong Subscription Agreement and (2) the issue and allotment of Huarong Subscription Shares pursuant to the Huarong Subscription Agreement.	1,576,448,628 (100.00%)	0 (0.00%)
2.	To approve, ratify and confirm the Prosper Rich Subscription Agreement and the transactions contemplated thereunder; to grant the Prosper Rich Subscription Specific Mandate to the Directors; and to authorize any one or more Directors to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be, as they may in their discretion consider necessary, desirable or expedient in connection with (1) the performance of the rights and/or obligations under the Prosper Rich Subscription Agreement and (2) the issue and allotment of Prosper Rich Subscription Shares pursuant to the Prosper Rich Subscription Agreement.	1,544,358,554 (100.00%)	0 (0.00%)
3.	To approve, ratify and confirm the Huarong 2nd Amendment Deed and the other Huarong Amendment Documents in relation to the Amendments and the transactions contemplated thereunder; to grant the Convertible Bonds Specific Mandate to the Directors; and to authorize any one or more Directors to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be, as they may in their discretion consider necessary, desirable or expedient in connection with (1) the performance of the rights and/or obligations under the Huarong Amendment Documents and (2) the issue and allotment of the New Shares pursuant to the Huarong Convertible Bonds.	1,576,448,628 (100.00%)	0 (0.00%)
4.	To approve the refreshment and renewal of the Scheme Mandate Limit for the grant of share options under the Share Option Scheme (excluding share options previously granted, outstanding, cancelled, lapsed or exercised under the Share Option Scheme); and to authorize any one or more Directors to grant share options up to the refreshed Scheme Mandate Limit and to exercise all the powers of the Company to allot, issue and deal with shares of the Company pursuant to the exercise of such share options subject to compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.	1,576,136,628 (99.98%)	312,000 (0.02%)
[#] The full text of the resolutions was set out in the Notice.			
<i>Note:</i> The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the EGM. All percentages are rounded to two decimal places.			

As more than 50% of the votes were cast in favour of each of the resolution number 1, 2, 3 and 4, each of the resolution was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the issued share capital of the Company was 3,456,020,067 Shares, of which:

- (i) Huarong held 90,485,295 Shares, representing approximately 2.62% of the issued share capital of the Company, was required to and did abstain from voting on resolution number 1 and 3 at the EGM under the Listing Rules. As a result, the Shareholders holding a total of 3,365,534,772 Shares, representing approximately 97.38% of the total issued Shares, were entitled to attend and vote on resolution number 1 and 3 at the EGM;
- (ii) Prosper Rich held 32,090,074 Shares, representing approximately 0.93% of the issued share capital of the Company was required to and did abstain from voting on resolution number 2 at the EGM under the Listing Rules. As a result, the Shareholders holding a total of 3,423,929,993 Shares, representing approximately 99.07% of the total issued Shares, were entitled to attend and vote on resolution number 2 at the EGM; and
- (iii) as no Shareholders were required to abstain from voting with respect to resolution number 4, the total number of Shares entitling the Shareholders to attend and vote on resolution number 4 at the EGM was 3,456,020,067 Shares.

Save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the EGM pursuant to rule 13.40 of the Listing Rules. Save for Huarong and Prosper Rich which are required to abstain from voting on the abovementioned relevant resolutions at the EGM, there was no other Shareholder who had indicated in the Circular that he/she/it intended to vote against or to abstain from voting on any of the resolutions at the EGM. There was no Share entitling the holder to attend and vote only against the resolutions at the EGM.

By order of the Board
China Metal Resources Utilization Limited
Mr. Yu Jianqiu
Chairman

Hong Kong, 22 February 2022

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. Yu Jianqiu (Chairman), Mr. Kwong Wai Sun Wilson, Mr. Huang Weiping and Ms. Zhu Yufen; and three independent non-executive directors, namely, Mr. Lee Ting Bun Denny, Mr. Pan Liansheng and Ms. Ren Ruxian.