



**CNMC**  
**CNMC GOLDMINE HOLDINGS LIMITED**

中色金礦有限公司

**CNMC GOLDMINE HOLDINGS LIMITED**  
(Co. Reg. No. 201119104K)  
(Incorporated in the Republic of Singapore)

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## RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING

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The board of directors (the “**Board**”) of CNMC Goldmine Holdings Limited (the “**Company**”) wishes to announce that at the Annual General Meeting (“**AGM**”) held today, all resolutions as set out in the Notice of AGM dated 13 April 2017 were duly passed on a poll vote. The result of the poll on each of the resolutions put to vote at the AGM is set out below:-

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
<b>Ordinary Business</b>					
<b>Ordinary Resolution 1</b> Audited financial statements for the financial year ended 31 December 2016 (“ <b>FY2016</b> ”) together with the Directors’ Statement and the Independent Auditors’ Report	206,613,600	206,613,600	100.00	0	0.00
<b>Ordinary Resolution 2</b> Declaration of a final one-tier tax exempt dividend of S\$0.0020 per ordinary share and a special one-tier tax exempt dividend of S\$0.00534 per ordinary share for FY2016	206,633,600	206,633,600	100.00	0	0.00
<b>Ordinary Resolution 3</b> Re-election of Mr Kuan Cheng Tuck	206,633,600	206,633,600	100.00	0	0.00

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as a Director of the Company					
<b>Ordinary Resolution 4</b> Re-election of Mr Tan Poh Chye Allan as a Director of the Company	206,633,600	206,633,600	100.00	0	0.00
<b>Ordinary Resolution 5</b> Approval of payment of Directors' fees of up to S\$190,000 for financial year ending 31 December 2017 to be paid quarterly in arrears	206,633,600	206,623,600	100.00	10,000	0.00
<b>Ordinary Resolution 6</b> Re-appointment of KPMG LLP as auditors of the Company	206,633,600	206,633,600	100.00	0	0.00
<b>Special Business</b>					
<b>Ordinary Resolution 7</b> General authority to allot and issue shares	206,633,600	204,885,800	99.15	1,747,800	0.85
<b>Ordinary Resolution 8</b> Authority to allot and issue shares pursuant to the CNMC Performance Share Plan	45,678,600	43,930,800	96.17	1,747,800	3.83
<b>Ordinary Resolution 9</b> Renewal of share purchase mandate	206,606,600	206,606,600	100.00	0	0.00

The directors of the Company and their associates who are shareholders of the Company, and all employees of the Group and any other shareholders of the Company who are eligible to participate in the CNMC Performance Share Plan, are required to abstain from voting on Resolution 8 above. An aggregate of 160,955,000 shares were held by such shareholders present at the AGM.

Ardent Business Advisory Pte Ltd was appointed as scrutineer for all polls conducted at the AGM.

Mr Kuan Cheng Tuck, who was re-elected as a Director of the Company at the AGM, shall remain as the lead independent director of the Company, the chairman of the Audit Committee and a member of the Nominating and Remuneration Committees. The Board considers him to be independent for the purposes of Rule 704(7) of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the "**Catalist Rules**").

Mr Tan Poh Chye Allan, who was re-elected as a Director of the Company at the AGM, shall remain as an independent director of the Company, chairman of the Remuneration Committee and a member of the Audit and Nominating Committees. The Board considers him to be independent for the purposes of Rule 704(7) of the Catalist Rules.

By Order of the Board  
Lim Kuoh Yang  
Chief Executive Officer  
28 April 2017

*This announcement has been prepared by CNMC Goldmine Holdings Limited (the "Company") and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"), for compliance with the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Keng Yeng Pheng, Associate Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.*