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LINGJIN

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Lingbao Gold Company Ltd.

靈寶黃金股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3330)

**POLL RESULTS OF THE
2011 ANNUAL GENERAL MEETING HELD ON 29 MAY 2012**

The Board is pleased to announce that all resolutions as set out in the notice of the AGM were duly passed at the AGM held on 29 May 2012 by way of poll.

Reference is made to the circular of Lingbao Gold Company Ltd. dated 12 April 2012 (the "Circular"). Unless otherwise indicated, the terms used herein shall have the same meanings as those used in the Circular.

The Board is pleased to announce that all resolutions proposed at the AGM held on 29 May 2012 were duly passed by the Shareholders by way of poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Details of the result of poll voting are set below:

ORDINARY RESOLUTIONS	Number of votes (%)	
	For	Against
1. To consider and approve the report of the Board for the year 2011	505,655,898 (100.00%)	- -
2. To consider and approve the report of the supervisory committee of the Company for the year 2011	505,655,898 (100.00%)	- -
3. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries (together, the "Group") and the auditors' reports for the year ended 31 December 2011	505,655,898 (100.00%)	- -
4. To authorise the Board to decide for matters relating to the payment of final dividend for the year 2011	505,655,898 (100.00%)	- -
5. To consider and approve the remuneration of the directors and supervisors of the Company for the year 2011	505,655,898 (100.00%)	- -

6. To re-appoint the Company's auditors and to authorise the Board to fix their remuneration	488,637,898 (99.97%)	154,000 (0.03%)
7. To approve any motion proposed by any shareholder of the Company holding 5% or more of the shares with voting rights at such meeting, if any	64,000 (0.20%)	32,616,807 (99.80%)
SPECIAL RESOLUTION	Number of votes (%)	
	For	Against
1. To approve the general mandate to issue new shares	473,696,649 (93.68%)	31,959,249 (6.32%)
2. To consider and approve the amendment to the Articles	488,220,211 (100.00%)	- -

As at the date of the AGM, the issued share capital of the Company was 770,249,091 shares ("Shares") of the Company. The total number of Shares entitling the holder to attend and vote for or against the Ordinary Resolutions and Special Resolution at the AGM was 770,249,091 Shares, representing 100% of the total issued share capital of the Company. No Shareholder is required to abstain from voting in respect of the Ordinary Resolutions and Special Resolution.

Further information on the payment of final dividend

The Board is pleased to announce that the Company will pay a final dividend for the year ended 31 December, 2011 of Renminbi ("RMB") 0.10 (equivalent to approximately HKD0.122898) per share on 6 July, 2012. Payment will be made to the Shareholders whose names appeared on the register of members of the Company at the close of business on 7 June, 2012. Dividends payable to holders of H Shares will be paid in Hong Kong dollars ("HKD"). The conversion rate of RMB to HKD is calculated upon the average of the mean exchange rate of the conversion of RMB to HKD announced by State Administration of Foreign Exchange of the People's Republic of China one calendar week preceding 29 May, 2012, and it is RMB0.813682 to HKD1.00.

Accordingly, the amount of final dividend payable for each H Share is HKD0.122898 (with tax). Such final dividend will be paid by Bank of China (Hong Kong) Trustees Ltd, the Company's receiving agent in Hong Kong, and would be mailed by Computershare Hong Kong Investor Services Limited to the holders of H Shares who are entitled to receive the same by ordinary post at their own risk on 6 July, 2012.

By order of the Board
Lingbao Gold Company Ltd.
Xu Gaoming
Chairman

Henan, the PRC, 29 May 2012

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Xu Gaoming, Mr. Jin Guangcai, Mr. Liu Pengfei, Mr. Zhang Guo and Mr. He Chengqun; two non-executive Directors, namely Mr. Wang Yumin and Mr. Yang Liening; and four independent non-executive Directors, namely Mr. Yan Wanpeng, Ms. Du Liping, Mr. Han Qinchun and Mr. Xu Qiangsheng.