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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)

(Stock code: 3330)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 2 FEBRUARY 2016

The Board is pleased to announce that all the resolutions set out in the Notice were duly passed by way of poll at the EGM held on 2 February 2016.

Reference is made to the notice (the "**Notice**") of extraordinary general meeting (the "**EGM**") of Lingbao Gold Company Ltd. (the "**Company**") dated 18 December 2015 as well as the circular of the Company dated 18 December 2015 relating to a sale and leaseback arrangement which constitutes a major transaction of the Company (the "**Circular**"). Unless the context otherwise indicated, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

The Board is pleased to announce that all the proposed resolutions set out in the Notice were duly passed by the Shareholders by way of poll at the EGM held on Tuesday, 2 February 2016 at the office of the Company at Hangu Road and Jingshan Road Intersection, Lingbao, Henan, the PRC. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the issued share capital of the Company was 770,249,091 Shares. The total number of Shares entitling the holder to attend and vote for or against the resolutions proposed at the EGM was 770,249,091, representing 100% of the total issued share capital of the Company. No Shareholder is required to abstain from the voting at the EGM.

Set out below are the results of voting at the EGM, which was conducted by way of poll:

Special Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and approve the Sale and Purchase Agreement (and the transactions contemplated thereunder) to be entered into between the subsidiary, 靈寶華鑫銅箔有限責任公司 (transliterated as Lingbao Wason Copper-Foil Company Ltd) (" Lingbao Wason ") with 鼎泰融資租賃有限公司 (transliterated as Ding Tai Financial Leasing Co., Ltd) (" Ding Tai "), the details of which are set out in the Circular;	480,011,091 (99.67%)	1,598,000 (0.33%)
2.	To consider and approve the Finance Lease Agreement to be entered into between Lingbao Wason and Ding Tai, the details of which are set out in the Circular;	480,011,091 (99.67%)	1,598,000 (0.33%)
3.	To consider and approve the Guarantee Agreement to be entered into between the Company and Ding Tai, the details of which are set out in the Circular;	480,011,091 (99.67%)	1,598,000 (0.33%)
4.	To consider and authorize any one or more of the directors (the " Directors ") of the Company to do all such acts and things and execute all such documents which he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Sale and Purchase Agreement, the Finance Lease Agreement, the Guarantee Agreement and the transactions contemplated thereunder, and to agree to such variation, amendments or waiver or matters relating thereto (including any variation, amendments or waiver of such documents or any terms thereof, which are not fundamentally different from those as provided in the Sale and Purchase Agreement, the Finance Lease Agreement and the Guarantee Agreement) as are, in the opinion of the Directors or the duly authorised committee, in the interest of the Company and its shareholders as a whole.	480,011,091 (99.67%)	1,598,000 (0.33%)
As more than two thirds of the votes were cast in favour of the above resolutions, the resolutions were duly passed as special resolutions.			

By order of the Board
Lingbao Gold Company Ltd.
Jin Guangcai
Chairman

Henan, the PRC, 2 February 2016

As at the date of this announcement, the Board comprises six executive Directors, namely Mr. Jin Guangcai, Mr. Qiang Shanfeng, Mr. Ji Wanxin, Mr. Xing Jiangze, Mr. Zhang Guo, and Mr. Zhou Yudao; one non-executive Director, namely Mr. Shi Yuchen; and three independent non-executive Directors, namely Mr. Yang Dongsheng, Mr. Han Qinchun and Mr. Wang Jiheng .