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**五礦建設有限公司\***  
**MINMETALS LAND LIMITED**

*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 230)

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING  
AND SPECIAL GENERAL MEETING  
HELD ON 29 MAY 2012**

The board of directors (the “Board”) of Minmetals Land Limited (the “Company”) is pleased to announce that all the resolutions raised at the annual general meeting (the “AGM”) and the special general meeting (the “SGM”) of the Company held on 29 May 2012 were duly passed by way of poll.

As at 29 May 2012, the total number of issued shares of the Company is 3,337,852,702 shares, which is the total number of shares entitling the holders to attend and vote for or against the resolutions raised at the AGM.

As disclosed in the circular of the Company dated 26 April 2012, June Glory International Limited (the controlling shareholder of the Company holding 2,071,095,506 shares, representing approximately 62.05% of the total number of issued shares of the Company as at the date of this announcement) and its associates were required to and had abstained from voting on the resolution raised at the SGM. The independent shareholders holding the remaining 1,266,757,196 shares (representing approximately 37.95% of the total number of issued shares of the Company as at the date of this announcement) were entitled to attend the SGM and vote for or against the resolution raised at the SGM. Save for the above, there was no shareholder who was required to abstain from voting at the SGM, or who entitled to attend the SGM but was only entitled to vote against the resolution proposed at the SGM.

Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company, was appointed as the scrutineer for the purpose of the poll voting at the AGM and the SGM.

The voting results of the AGM and the SGM are set out as follows:

## I. AGM

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and of the auditor for the year ended 31 December 2011.	1,674,861,681 (100%)	0 (0%)
2.	To approve the payment of a final dividend for the year ended 31 December 2011.	1,674,925,681 (100%)	0 (0%)
3.	(a) To re-elect Mr. Qian Wenchao as a director of the Company.	1,614,429,681 (96.39%)	60,496,000 (3.61%)
	(b) To re-elect Ms. He Xiaoli as a director of the Company.	1,672,843,681 (99.88%)	2,082,000 (0.12%)
	(c) To re-elect Mr. Selwyn Mar as a director of the Company.	1,674,023,681 (99.95%)	902,000 (0.05%)
	(d) To re-elect Ms. Tam Wai Chu, Maria as a director of the Company.	1,673,333,681 (99.90%)	1,592,000 (0.10%)
	(e) To authorise the Board to fix the remuneration of directors.	1,674,925,681 (100%)	0 (0%)
4.	To fix the maximum number of directors at 15 and to authorise the Board to appoint additional directors up to such maximum number.	1,612,761,681 (96.29%)	62,164,000 (3.71%)
5.	To re-appoint Messrs. PricewaterhouseCoopers as the auditor of the Company for the ensuing year and to authorise the Board to fix their remuneration.	1,674,925,681 (100%)	0 (0%)
6.	To grant a general mandate to the Board to allot and issue new shares of the Company.	1,575,786,681 (94.08%)	99,139,000 (5.92%)
7.	To grant a general mandate to the Board to repurchase the Company's own shares.	1,674,925,681 (100%)	0 (0%)
8.	To extend the general mandate on the issue of new shares of the Company.	1,612,272,681 (96.26%)	62,653,000 (3.74%)

Note: The number of votes and percentage as stated above is based on the total number of shares held by the shareholders who voted at the AGM.

As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions of the Company.

## II. SGM

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To approve the renewal of the continuing connected transactions in respect of 2012 to 2014.	112,474,784 (100%)	0 (0%)

Note: The number of votes and percentage as stated above is based on the total number of shares held by the independent shareholders who voted at the SGM.

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution of the Company.

By order of the Board  
**He Jianbo**  
Managing Director

Hong Kong, 29 May 2012

*As at the date of this announcement, the Board comprises twelve directors, namely Mr. Sun Xiaomin as the Chairman and a non-executive director, Mr. Qian Wenchao, Mr. He Jianbo, Mr. Yin Liang, Ms. He Xiaoli, Mr. Yang Lu as executive directors, Mr. Pan Zhongyi, Mr. Tian Jingqi and Mr. Liu Zeping as non-executive directors, and Mr. Lam Chun, Daniel, Mr. Selwyn Mar and Ms. Tam Wai Chu, Maria as independent non-executive directors.*

*\* For identification purpose only*