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CHINA BILLION RESOURCES LIMITED

中富資源有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 6 JUNE 2019
AND
RETIREMENT OF EXECUTIVE DIRECTOR**

Reference is made to the circular of the Company dated 30 April 2019 (“**Circular**”), in relation to the Ordinary Resolutions proposed to be considered and passed at the AGM. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The Board announces the poll results in respect of the Ordinary Resolutions proposed at the AGM of the Company held on 6 June 2019 are as follows:

| | Ordinary Resolutions | Number of Votes (%) | | Passed by Shareholders |
|-------|---|------------------------------|-----------------------------|------------------------|
| | | For | Against | |
| 1. | To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2018. | 8,867,791,451 (100.0000%) | 0 (0.0000%) | Yes |
| 2(a). | To re-elect Mr. Long Xiaobo as an executive director of the Company. | 8,864,967,531 (99.9682%) | 2,823,920 (0.0318%) | Yes |
| 2(b). | To re-elect Mr. Chen Yi-chung as an executive director of the Company. | 8,866,698,771 (99.9877%) | 1,092,680 (0.0123%) | Yes |
| 2(c). | To re-elect Mr. Xiao Jie as an executive director of the Company. | 544,001 (0.0061%) | 8,867,247,450 (99.9939%) | No |
| 2(d). | To re-elect Mr. Cai Jianhua as an independent non-executive director of the Company. | 8,867,386,451 (99.9954%) | 405,000 (0.0046%) | Yes |
| 2(e). | To authorise the board of directors of the Company to fix the remuneration of the directors of the Company. | 8,867,386,451 (99.9954%) | 405,000 (0.0046%) | Yes |
| 3. | To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company for the year ending 31 December 2019 and authorise the board of directors of the Company to fix its remuneration. | 8,867,791,451 (100.00%) | 0 (0.0000%) | Yes |

| | | | | |
|----|--|-----------------------------|------------------------|-----|
| 4. | To grant an unconditional mandate to the directors of the Company to issue additional shares. | 8,863,511,850 (99.9517%) | 4,279,601 (0.0483%) | Yes |
| 5. | To grant an unconditional mandate to the directors of the Company to repurchase the Company's own shares. | 8,867,386,451 (99.9954%) | 405,000 (0.0046%) | Yes |
| 6. | To extend the general mandate granted to the directors of the Company in ordinary resolution No. 4 by adding the aggregate nominal amount of the repurchased shares. | 8,863,511,850 (99.9517%) | 4,279,601 (0.0483%) | Yes |

Notes:

- (1) All percentages rounded to 4 decimal places.
- (2) The full texts of the above Ordinary Resolutions are set out in the AGM Notice and the Circular.
- (3) Number of Shares entitling the Shareholders to attend and vote on all the resolutions at the AGM: 17,544,977,408 Shares.
- (4) Number of Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules at the AGM: Nil.
- (5) Number of Shares for Shareholders required under the Listing Rules to abstain from voting at the AGM: Nil.
- (6) The scrutineer for the poll at the AGM: Tricor Tengis Limited, the Hong Kong Branch Share Registrar of the Company.

RETIREMENT OF EXECUTIVE DIRECTOR

According to the poll results of the AGM, the resolution for the re-election of Mr. Xiao Jie (“**Mr. Xiao**”) as an Executive Director was not passed at the AGM, therefore, Mr. Xiao retired as an Executive Director immediately after the closure of the AGM.

In addition, the Company has only three INEDs, thus the number of the INEDs fell below the minimum number required under Rule 3.10A of the Listing Rules. The Company is endeavouring to identify suitable candidate to fill one vacancy as INED as soon as practicable and in any event within 3 months from the date of 24 April 2019 pursuant to Rule 3.11 of the Listing Rules. Further announcement will be made by the Company as and when appropriate.

List of Directors and their roles and functions

With effect from 6 June 2019, immediately after the closure of the AGM, the members of the Board are set out below:

Executive directors:

Mr. Long Xiaobo (*Chairman of the Board*)
 Mr. Zuo Weiqi (*Chief executive officer*)
 Mr. Chen Yi-chung
 Mr. Zhang Li
 Mr. Zhang Yiwen

Non-executive directors:

Mr. Zhang Jing
 Mr. Zhang Wei

Independent non-executive directors:

Mr. Cai Jianhua
 Mr. Ho Wing Chung
 Mr. Xie Qiangming

The table below provides the latest membership information of the Company's audit committee, remuneration committee and nomination committee on which each Board member serves:

| Directors \ Board Committees | Audit Committee | Remuneration Committee | Nomination Committee |
|------------------------------|-----------------|------------------------|----------------------|
| Mr. Long Xiaobo | | M | C |
| Mr. Zuo Weiqi | | | M |
| Mr. Chen Yi-chung | | | |
| Mr. Zhang Li | | | |
| Mr. Zhang Yiwen | | | |
| Mr. Zhang Jing | | | |
| Mr. Zhang Wei | | | |
| Mr. Cai Jianhua | C | M | M |
| Mr. Ho Wing Chung | M | M | M |
| Mr. Xie Qiangming | M | C | M |

Notes:

C: Chairman of the relevant Board committees

M: Member of the relevant Board committees

By order of the Board of
China Billion Resources Limited
Long Xiaobo
Chairman of the Board

Hong Kong, 6 June 2019

As at the date of this announcement, immediately after the closure of the AGM, the Board comprises:

Executive directors:

Mr. Long Xiaobo (*Chairman of the Board*)
 Mr. Zuo Weiqi (*Chief executive officer*)
 Mr. Chen Yi-chung
 Mr. Zhang Li
 Mr. Zhang Yiwen

Non-executive directors:

Mr. Zhang Jing
 Mr. Zhang Wei

Independent non-executive directors:

Mr. Cai Jianhua
 Mr. Ho Wing Chung
 Mr. Xie Qiangming