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## **YUE DA MINING HOLDINGS LIMITED**

### **悦達礦業控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(stock code: 629)**

**(1) VOTING RESULTS OF THE RESOLUTIONS PROPOSED AT  
THE ANNUAL GENERAL MEETING;  
(2) RETIREMENT OF DIRECTOR; AND  
(3) CHANGE OF MEMBERS OF BOARD COMMITTEES**

#### **VOTING RESULTS**

The Board is pleased to announce that all ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll by the Shareholders at the Annual General Meeting.

#### **RETIREMENT OF DIRECTOR**

With effect from the conclusion of the Annual General Meeting on 26 May 2010, Mr Cai Chuan Bing has retired as an independent non-executive Director. Following such retirement, Mr Cai has also ceased to be the chairman of the Audit Committee and member of the Remuneration Committee with effect from 26 May 2010.

#### **CHANGE OF MEMBERS OF BOARD COMMITTEES**

Due to the retirement of Mr Cai, with effect from the conclusion of the Annual General Meeting on 26 May 2010, Ms Leung Mei Han has been appointed as the chairman of the Audit Committee, Mr Cui Shuming has been appointed as a member of the Audit Committee, while Mr Han Runsheng has been appointed as a member of the Remuneration Committee.

Reference is made to the circular (the “**Circular**”) of Yue Da Mining Holdings Limited (the “**Company**”) dated 30 April 2010 to the Shareholders regarding the ordinary resolutions proposed at the Annual General Meeting of the Company held on 26 May 2010 at 10:00 a.m. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

## VOTING RESULTS OF THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that all the ordinary resolutions (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the Annual General Meeting:

Resolutions		Number of votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements and the Directors’ reports and the independent auditor’s report of the Company for the year ended 31 December 2009.	289,207,966 Shares (100%)	0 Shares (0%)
2.1	To re-elect the retiring Director Mr Cui Shuming.	289,207,966 Shares (100%)	0 Shares (0%)
2.2	To re-elect the retiring Director Mr Chen Yunhua.	289,207,966 Shares (100%)	0 Shares (0%)
2.3	To authorise the Board to fix the maximum number of Directors for the time being at 20, to fill vacancies on the Board and to fix the Directors’ remuneration and to fix the remuneration of any committee of the Board.	289,207,966 Shares (100%)	0 Shares (0%)
3	To re-appoint the Company’s independent auditor and to authorise the Board to fix their remuneration.	289,207,966 Shares (100%)	0 Shares (0%)
4	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Shares.	289,207,966 Shares (100%)	0 Shares (0%)
5	To grant a general mandate to the Directors to purchase the Shares.	289,207,966 Shares (100%)	0 Shares (0%)
6	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 4.	289,207,966 Shares (100%)	0 Shares (0%)
7	To approve the renewal of the 10% general limit on the number of Shares which may be allotted and issued upon exercise of the options to be granted under the Share Option Scheme.	289,207,966 Shares (100%)	0 Shares (0%)

As at the date of the Annual General Meeting, the total issued share capital of the Company was HK\$65,211,409.8 divided into 652,114,098 ordinary Shares of HK\$0.10 each in the capital of the Company. No parties have stated their intention in the Circular to vote against the Resolutions or to abstain from voting at the Annual General Meeting.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the Annual General Meeting was 652,114,098, representing 100% of the total issued share capital of the Company as at the date of the Annual General Meeting. There was no Share entitling the Shareholders to attend and vote only against the Resolutions at the Annual General Meeting.

The Company’s branch share registrar, Hong Kong Registrars Limited, was appointed as the scrutineer at the Annual General Meeting for the vote-taking.

### RETIREMENT OF DIRECTOR

Due to the fact that Mr Cai Chuan Bing (“**Mr Cai**”) did not offer himself for re-election at the Annual General Meeting, he has retired as an independent non-executive Director with effect from the conclusion of the Annual General Meeting on 26 May 2010. Following such

retirement, Mr Cai has also ceased to be the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 26 May 2010.

Mr Cai has confirmed that:

1. there was no disagreement with other members of the Board; and
2. there were no matters which need to be brought to the attention of the Shareholders.

The Board would like to take the opportunity to thank Mr Cai for his contribution to the Company during the term of service.

#### **CHANGE OF MEMBERS OF BOARD COMMITTEE**

Due to the retirement of Mr Cai, with effect from the conclusion of the Annual General Meeting on 26 May 2010, Ms Leung Mei Han (“**Ms Leung**”), an independent non-executive Director and a member of the Audit Committee, has been appointed the chairman of the Audit Committee. Ms Leung has the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules. In addition, Mr Cui Shuming (“**Mr Cui**”), an independent non-executive Director, has been appointed a member of the Audit Committee.

As at the date of this announcement following the conclusion of the Annual General Meeting, the Audit Committee is comprised of Ms Leung as chairman and Mr Qi Guangya and Mr Cui as members. The requirement of a minimum of three members in the Audit Committee in accordance with Rule 3.21 of the Listing Rules has been complied with.

Further and due to the retirement of the Mr Cai, with effect from the conclusion of the Annual General Meeting on 26 May 2010, Mr Han Runsheng (“**Mr Han**”), an independent non-executive Director, has been appointed a member of the remuneration committee of the Company (the “**Remuneration Committee**”).

As at the date of this announcement following the conclusion of the Annual General Meeting, the Remuneration Committee is comprised of Mr Cui Shuming as chairman and Mr Dong Li Yong and Mr Han Runsheng as members. The requirement of a majority of the members of the Remuneration Committee being independent non-executive Directors under Code Provisions B.1.1 of Appendix 14 to the Listing Rules has been complied with.

The Board would like to extend its warm welcome to the Directors for taking the new positions at the Board committees.

By order of the Board  
**Yue Da Mining Holdings Limited**  
**Chen Yunhua**  
*Chairman*

Hong Kong, 26 May 2010

*As at the date of this announcement, the Board comprises the following members: (a) as executive Directors, Mr Dong Li Yong and Mr Liu Xiaoguang; (b) as non-executive Directors, Mr Chen Yunhua and Mr Qi Guangya; and (c) as independent non-executive Directors, Ms Leung Mei Han, Mr Han Run Sheng and Mr Cui Shu Ming.*