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FEISHANG

Feishang Anthracite Resources Limited

飛尚無煙煤資源有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 1738)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2015

Reference is made to the circular of Feishang Anthracite Resources Limited (the “**Company**”) dated 24 April 2015 (the “**Circular**”) and the notice of the annual general meeting of the Company (the “**AGM**”) dated 24 April 2015. Terms used in this announcement shall have the same meaning as defined in the Circular unless otherwise stated.

POLL RESULTS OF THE AGM

At the AGM of the Company held on 29 May 2015, all the proposed resolutions as set out in the notice of the AGM dated 24 April 2015 were taken by poll. The poll results are as follows:

Resolutions		Number of Votes/(%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the Directors and auditors for the year ended 31 December 2014.	98,728,095 (100.000%)	0 (0.000%)
2(a).	To re-elect Mr. LI Feilie as executive Director.	98,728,095 (100.000%)	0 (0.000%)
2(b).	To re-elect Mr. TAM Cheuk Ho as executive Director.	98,728,095 (100.000%)	0 (0.000%)
2(c).	To re-elect Mr. WONG Wah On Edward as executive Director.	98,728,095 (100.000%)	0 (0.000%)
2(d).	To re-elect Mr. HUANG Songzhong as independent non-executive Director.	98,728,095 (100.000%)	0 (0.000%)
2(e).	To authorise the Board to fix the respective Directors’ remuneration.	98,728,095 (100.000%)	0 (0.000%)
3.	To elect Mr. YUE Ming Wai Bonaventure as executive Director.	98,728,095 (100.000%)	0 (0.000%)

Resolutions		Number of Votes/(%)	
		For	Against
4.	To re-appoint Ernst & Young as auditors and to authorise the Board to fix their remuneration.	98,728,095 (100.000%)	0 (0.000%)
5(A).	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	98,728,095 (100.000%)	0 (0.000%)
5(B).	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	93,975,095 (95.186%)	4,753,000 (4.814%)
5(C).	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	93,975,095 (95.186%)	4,753,000 (4.814%)
5(D).	To approve the share subdivision of each issued and unissued share of HK\$0.01 each in the share capital of the Company into ten (10) subdivided shares of HK\$0.001 each, such that the maximum number of shares that the Company is authorised to issue will increase from 1,000,000,000 shares with a par value of HK\$0.01 each to 10,000,000,000 shares with a par value of HK\$0.001 each.	98,728,095 (100.000%)	0 (0.000%)
5(E).	To approve the increase of the maximum number of shares that the Company is authorised to issue from 1,000,000,000 shares with a par value of HK\$0.01 each (equivalent to 10,000,000,000 shares with a par value of HK\$0.001 each after the Share Subdivision) in the share capital of the Company to 100,000,000,000 shares with a par value of HK\$0.001 each.	98,728,095 (100.000%)	0 (0.000%)
Special Resolution		Number of Votes/(%)	
		For	Against
6.	To approve the proposed amendments to the Memorandum and Articles of Association and to approve the adoption of the amended and restated Memorandum and Articles of Association which consolidate all of the proposed amendments.	98,725,095 (99.997%)	3,000 (0.003%)

Notes:

- (a) As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 5(E), such resolutions were duly passed as ordinary resolutions.
- (b) As more than three-fourths of the votes were cast in favour of resolution numbered 6, such resolution was duly passed as special resolution.
- (c) As at the date of the AGM, the total number of shares of the Company in issue was 138,054,580 shares.
- (d) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 138,054,580 shares.
- (e) There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.
- (f) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 24 April 2015 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

THE SHARE SUBDIVISION

All the conditions precedent to the Share Subdivision, save for the condition that the BVI Registrar has approved the registration of the Share Subdivision, Increase of Maximum Number of Authorised Shares and Amendments to the Memorandum and Articles of Association, have been fulfilled. The Company expects to obtain the approval from the BVI Registrar on Friday, 29 May 2015 (BVI time) and dealings in the Subdivided Shares will commence on Monday, 1 June 2015 (Hong Kong time). Please refer to the Circular for details, including but not limited to the trading arrangement of the Subdivided Shares, arrangement of exchange of share certificates, in connection with the Share Subdivision. Further announcement in relation to the approval from the BVI Register will be made by the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. YUE Ming Wai Bonaventure (“**Mr. Yue**”) has been elected as an executive Director at the AGM. Please refer to Appendix I of the Circular which sets out (i) the biographical details of Mr. Yue; and (ii) the information relating to Mr. Yue's appointment which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

As at the date of this announcement, Mr. Yue did not hold any interest in the Shares or underlying Shares pursuant to Part XV of the SFO.

By Order of the Board
Feishang Anthracite Resources Limited
LI Feilie
Chairman

Hong Kong, 29 May 2015

As at the date of this announcement, the executive directors of the Company are Mr. LI Feilie, Mr. HAN Weibing, Mr. WAN Huojin, Mr. TAM Cheuk Ho, Mr. WONG Wah On Edward and Mr. YUE Ming Wai Bonaventure; and the independent non-executive directors of the Company are Mr. LO Kin Cheung, Mr. HUANG Zuye and Mr. HUANG Songzhong.