

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **IR RESOURCES LIMITED**

### **同仁資源有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8186)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular (the “**AGM Circular**”) of IR Resources Limited (the “**Company**”) dated 14 March 2016 incorporating the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of the Company. Terms used in this announcement shall have the same meanings as those defined in the AGM Circular and the AGM Notice unless the context requires otherwise.

### **RESULTS OF THE AGM**

The Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM was 2,623,950,965 Shares, representing the entire issued share capital of the Company as at the date of the AGM. There was no Shareholder who was entitled to attend and to vote only against the resolutions at the AGM and no Shareholder was required to abstain from voting on any of the resolutions at the AGM.

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the AGM. The poll results in respect of the resolutions proposed at the AGM were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of shares represented by votes cast (approximately percentage of total number of shares represented by votes cast)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and approve the audited consolidated financial statements and reports of the directors and auditors of the Company for the years ended 31 December 2012, 2013, 2014 and 2015.	1,051,420,204 (100%)	0 (0%)
2.	(a) To re-elect Mr. Zeng Lingchen as an executive Director.	1,051,420,204 (100%)	0 (0%)
	(b) To re-elect Mr. Hong Bingxian as an independent non-executive Director.	1,051,420,204 (100%)	0 (0%)
3.	To authorise the board of Directors to fix the Directors' remuneration.	1,051,420,204 (100%)	0 (0%)
4.	To re-appoint the auditors of the Company and to authorize the board of Directors to fix their remuneration.	1,051,420,204 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the shares of the Company*.	1,051,417,404 (99.9997%)	2,800 (0.0003%)
6.	To grant a general mandate to the Directors to repurchase the shares of the Company*.	1,051,420,204 (100%)	0 (0%)
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company by addition of the number of shares of the Company repurchased*.	1,051,417,404 (99.9997%)	2,800 (0.0003%)
8.	To approve the refreshment of the 10% of the scheme mandate limit under the share option scheme of the Company*.	1,051,417,404 (99.9997%)	2,800 (0.0003%)
<b>SPECIAL RESOLUTION</b>			
9.	To amend the Bye-laws of the Company*.	1,051,420,204 (100%)	0 (0%)

\* The full text of the resolution is set out in the AGM Notice.

As (i) more than 50% of the votes were casted in favour of each of the ordinary resolutions numbered 1 to 8 above and (ii) more than 75% of the votes were casted in favour of the special resolution numbered 9 above, all the above ordinary resolutions and special resolution were passed as ordinary resolutions and special resolution of the Company, respectively.

By Order of the Board of  
**IR Resources Limited**  
**Fung Wing Sang**  
*Company Secretary*

Hong Kong, 5 April 2016

*As at the date of this announcement, the board of Directors comprises three executive Directors, namely, Ms. Yu Xiao Min, Ms. Xu Miaoxia and Mr. Zeng Lingchen; and three independent non-executive Directors, namely Ms. Pang King Sze, Rufina, Mr. Hong Bingxian and Mr. Hung Kenneth.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for seven days from the date of its publication and on the website of the Company at <http://www.irresources.com.hk>.*