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CHINA PRECIOUS METAL RESOURCES HOLDINGS CO., LTD.

中國貴金屬資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1194)

**CLARIFICATION ANNOUNCEMENT
RELATING TO
MEETING OF HOLDERS AND CONSENT SOLICITATION IN RELATION TO
THE PROPOSED AMENDMENT OF
TERMS AND CONDITIONS AND TRUST DEED OF
HK\$1,028,000,000 7.25 PER CENT. CONVERTIBLE BONDS DUE 2018
(ISIN: XS0880097620)**

Reference is made to the announcement of China Precious Metal Resources Holdings Co., Ltd. (the “**Company**”) dated 21 December 2015 in relation to the meeting of holders and consent solicitation in relation to the Bonds (the “**Announcement**”). Defined terms used in the Announcement shall have the same meanings in this announcement. The Company would like to provide the following clarification in the Announcement:

1. In the section entitled “Principal Terms of the Proposal” in sub-section (c)(ii) on page 3, the word “Second” shall be included before “Optional Redemption Date”.
2. In the section entitled “Principal Terms of the Bonds after Proposed Amendments Take Effect”, in “Redemption at the option of the Company” on pages 7 and 8:
 - “30 nor more than 60 days’ irrevocable notice” shall be replaced with “37 nor more than 60 days’ irrevocable notice”; and
 - in (i), the word “First” shall be included before “Optional Redemption Date”.

3. In the section entitled “Terms used in this Announcement” on pages 20 and 21:
- in the definition of “Make Whole Amount”, the word “First” shall be included before “Optional Redemption Date”;
 - the defined term “Optional Redemption Date” shall be deleted and replaced with a new definition of “First Optional Redemption Date”, which shall have the meaning “at any time after 4 February 2016 and to, and including, 4 February 2017 as specified in an Optional Redemption Notice”; and
 - in the definition of “Optional Redemption Notice”, the words “not less than 30” shall be replaced with “not less than 37”.

Save as disclosed above, all other information contained in the Announcement remains unchanged.

By order of the Board
China Precious Metal Resources Holdings Co., Ltd.
LI Xianghong
Chairman

Hong Kong, 23 December 2015

As at the date of this announcement, the executive directors of the Company are Mr. Li Xianghong, Mr. Chang Yim Yang, Mr. Zhang Shuguang, Mr. Zhang Liwei, Mr. Lam Cham, Mr. Deng Guoli, Mr. Zhang Lirui, Mr. Liu Liyang; and the independent non-executive directors of the Company are Professor Wong Lung Tak Patrick, BBS, PhD, J.P., Mr. Chan Kin Sang, Mr. Xiao Rong Ge and Mr. Wang Hao.