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**Hong Kong Exchanges and Clearing Limited**  
**香港交易及結算所有限公司**

(Incorporated in Hong Kong with limited liability)  
(Stock Code: 388)

## **ANNOUNCEMENT**

The Board provides an update on the voting results from the Court Meeting and the LMEH General Meeting convened for the consideration and approval of the recommended acquisition of the entire issued ordinary share capital of LMEH by HKEx Investment by way of a scheme of arrangement and a capital reduction, as announced by HKEx on 15 June 2012.

References are made to the announcements made on 15 June 2012 and 9 July 2012 by the Board of Directors (“Board”) of Hong Kong Exchanges and Clearing Limited (“HKEx”) in connection with the terms of a recommended acquisition for cash of the entire issued ordinary share capital of LME Holdings Limited (“LMEH”) by HKEx’s indirect wholly-owned subsidiary, HKEx Investment (UK) Limited (“HKEx Investment”), by way of a scheme of arrangement and a capital reduction to be effected under the Companies Act (collectively the “Announcements”).

Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **Results from the Court Meeting and the LMEH General Meeting**

The Court Meeting and the LMEH General Meeting were both held on 25 July 2012.

The Board is pleased to announce that the Scheme was approved, and the special resolution was passed, by the requisite majorities of the LMEH Ordinary Shareholders at the Court Meeting and the LMEH General Meeting.

The results from the Court Meeting and the LMEH General Meeting are accessible from the website of The London Metal Exchange Limited (“LME”) at [www.lme.com](http://www.lme.com).

## **Next steps**

The hearing of the petition to the Court to sanction the Scheme and to confirm the related capital reduction is expected to take place as soon as reasonably practicable after the Financial Services Authority of the United Kingdom has approved (or is deemed to have approved) HKEx Investment, HKEx International Limited and HKEx acquiring control over the LME.

As the proposed Acquisition remains subject to the satisfaction of the Regulatory Condition and the Scheme Conditions, there can be no certainty that such conditions will be satisfied. If such conditions are satisfied, the Scheme is expected to become effective and the Acquisition will complete in the fourth quarter of 2012. If the Scheme has not become unconditional and effective by the Longstop Date, the Scheme will lapse and the Framework Agreement may be terminated, in which case the Acquisition will not proceed.

**Potential investors and HKEx's shareholders should exercise caution when investing or dealing in HKEx's shares.**

By Order of the Board  
**Hong Kong Exchanges and Clearing Limited**  
**Joseph Mau**  
Company Secretary

Hong Kong, 25 July 2012

As at the date of this announcement, the Board comprises 12 Independent Non-executive Directors, namely, Mr CHOW Chung Kong (Chairman), Mr Ronald Joseph ARCULLI, Mr CHAN Tze Ching, Ignatius, Mr Timothy George FRESHWATER, Mr John Barrie HARRISON, Mr HUI Chiu Chung, Stephen, Dr KWOK Chi Piu, Bill, Mr LEE Kwan Ho, Vincent Marshall, Mr LEE Tze Hau, Michael, Mr John Estmond STRICKLAND, Mr John Mackay McCulloch WILLIAMSON and Mr WONG Sai Hung, Oscar, and one Executive Director, Mr LI Xiaojia, Charles, who is also HKEx's Chief Executive.