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This announcement is not an offer of securities for sale in the United States. The Company has not registered and does not intend to register any securities referred to in this announcement under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”). Securities of the Company may not be offered or sold in the United States absent registration under the US Securities Act or an applicable exemption from the registration requirements under the US Securities Act and in accordance with any applicable state securities laws of the United States. There will not be and is not currently intended to be any public offering of securities in the United States.

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Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



HENGSHI MINING INVESTMENTS LIMITED

恒實礦業投資有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	375,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	37,500,000 Shares (subject to reallocation)
Number of International Offer Shares	:	337,500,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price	:	HK\$3.40 per Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	HK\$0.0001 per Share
Stock code	:	1370

Joint Global Coordinators

 CREDIT SUISSE

BofA Merrill Lynch

Joint Sponsors

BofA Merrill Lynch

 CREDIT SUISSE

Joint Bookrunners and Joint Lead Managers

 CREDIT SUISSE

BofA Merrill Lynch

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares of the Company, comprising: (a) the Hong Kong Public Offering of 37,500,000 Shares (subject to reallocation) in Hong Kong and (b) the International Offering of 337,500,000 Shares (subject to reallocation and the Over-Allotment Option) in the United States with qualified institutional buyers in reliance on Rule 144A of the U.S. Securities Act or another available exemption from the registration requirements of the U.S. Securities Act, and outside the United States in reliance on Regulation S under the U.S. Securities Act, representing 10% and 90%, respectively in issue and to be issued pursuant to the Global Offering. The Offer Price will not be more than HK\$3.40 per Share and is expected to be not less than HK\$3.10 per Share. It is expected that dealings in the Shares on the Stock Exchange are expected to commence on Thursday, November 28, 2013. In the event that the Over-allotment Option is exercised, an announcement will be made available at the websites of the Company (www.hengshiminig.com) and the Stock Exchange (www.hkexnews.hk).

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

Applicants who wish for the Hong Kong Offer Shares to be allotted and issued in their own names should:

- (i) complete and sign the **WHITE** Application Forms; or
- (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service.

Applicants who wish for the Hong Kong Offer Shares to be allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either:

- (i) complete and sign the **YELLOW** Application Forms; or
- (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, November 18, 2013 until 12:00 noon on Thursday, November 21, 2013 at the following locations:

- (1) any of the following offices of the Hong Kong Underwriters (in alphabetical order):

Credit Suisse (Hong Kong) Limited	Level 88 International Commerce Centre 1 Austin Road West Kowloon Hong Kong
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Merrill Lynch Far East Limited	15/F Citibank Tower 3 Garden Road Central, Hong Kong
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(2) any of the following branches of the receiving bank:

The Bank of East Asia, Limited

	Branch	Address
Hong Kong Island	Queen's Road Central Branch	Shop A–C, G/F, Wah Ying Cheong Central Building, 158–164 Queen's Road Central, Central
	Wanchai Branch	Shop A–C, G/F, Easey Commercial Building, 253-261 Hennessy Road, Wanchai
	Chai Wan Branch	345 Chai Wan Road
	Taikoo Shing Branch	Shop G1010–1011, Yiu Sing Mansion
	Admiralty Branch	Shop 1007–1008, 1/F, United Centre, 95 Queensway
Kowloon	Mongkok Branch	638–640 Nathan Road
	Hoi Yuen Road Branch	Unit 1, G/F, Hewlett Centre, 54 Hoi Yuen Road
	Ma Tau Wei Road Branch	23–27 Ma Tau Wei Road
	Whampoa Garden Branch	Shop 1–3, G/F, Site 9, Whampoa Garden
	Wong Tai Sin Branch	Shop UG15, Upper Ground Floor, Wong Tai Sin Plaza, Kowloon
New Territories	Tai Wai Branch	16–18 Tai Wai Road, Cheung Fung Mansion, Shatin
	Tai Po Plaza Branch	Units 49–52, Level 1, Tai Po Plaza
	Tuen Mun Branch	Shop G16, G/F, Eldo Court Shopping Centre
	Park Central Branch	Shop G6, G/F, Park Central, 9 Tong Tak Street, Tseung Kwan O
	Yuen Long Branch	77 Castle Peak Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. Monday, November 18, 2013 until 12:00 noon on Thursday, November 21, 2013 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have the **YELLOW** Application Forms and copies of the printed Prospectus available.

Applicants applying by **White Form eIPO** service may submit applications through the designated website at www.eipo.com.hk from 9:00 a.m. on Monday, November 18, 2013 until 11:30 a.m. on Thursday, November 21, 2013 or such later time as described in the section headed “*How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists*” in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, November 18, 2013 until 12:00 noon on Thursday, November 21, 2013.

Please refer to the sections headed “*Structure of the Global Offering*” and “*How to Apply for Hong Kong Offer Shares*” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Wednesday, November 27, 2013 in the *South China Morning Post* (in English) and the *Hong Kong Economic Times* (in Chinese), and on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.hengshiminig.com, respectively. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be made available through a variety of channels from Wednesday, November 27, 2013.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, November 28, 2013. The Shares will be traded in board lots of 1,000 each. The Company will not issue any temporary documents of title nor any receipts for sums paid on application.

By Order of the Board
Hengshi Mining Investments Limited
Mr. Li Yanjun
Chairman

Hong Kong, November 18, 2013

As at the date of this announcement, the Board of the Company comprises six Executive Directors namely, Mr. Li Yanjun, Mr. Li Ziwei, Mr. Xia Guoan, Mr. Sun Jianhua, Mr. Huang Kai and Mr. Tu Quanping and three Independent Non-executive Directors namely, Mr. Ge Xinjian, Mr. Meng Likun and Mr. Kong Chi Mo.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).