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(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 2899)

## Announcement in relation to the Termination of the Company's Non-public Issuance of A Shares

The resolution regarding the termination of the Company's non-public issuance of A Shares (the "Non-public Issuance of A Shares") was considered and approved at the seventeenth meeting of the fifth term of the board of directors (the "Board") of Zijin Mining Group Co., Ltd.\* (the "Company") convened on 29 April 2016. Details of the relevant matters are as follows:

## 1. Summary of the Company's Non-public Issuance of A Shares

The Company's Non-public Issuance of A Shares has already been considered and approved at the ninth, tenth, thirteenth and fourteenth meetings of the fifth term of the Board, and at the first extraordinary general meeting in 2015, the second A/H Shareholders' class meetings in 2015, the first extraordinary general meeting in 2016 and the first A/H Shareholders' class meetings in 2016, pursuant to which the Company proposed to raise not more than RMB9 billion in the Non-public Issuance of A Shares. The proceeds were mainly intended to be used in the construction of the Kolwezi copper mine project in the Democratic Republic of the Congo (the "DR Congo"), acquisition of 49.5% equity interest and 49.5% shareholders' loan of the Kamoa copper mine project in the DR Congo, acquisition of 50% equity interest and 50% shareholders' loan of the Porgera gold mine project in Papua New Guinea, construction of the Zijinshan gold and copper mine flotation processing plant project and supplementing working capital.

On 1 February 2016, the application for the Non-public Issuance of A Shares was approved by the Issuance Review Committee of the China Securities Regulatory Commission (the "CSRC") at its 23rd meeting in 2016. The CSRC's approval documents has not yet been received.

## 2. Reasons and the decision-making procedure for terminating the Non-public Issuance of A Shares

In view of the rather drastic changes taking place in the market since the second half of 2015, and as the investments in most of the projects to be invested by the proceeds raised in the Non-public Issuance of A Shares have been completed, the Company decided to terminate the Non-public Issuance of A Shares. The decision was considered and approved at the seventeenth meeting of the fifth term of the Board.

The independent non-executive directors of the Company expressed their opinions on such matter. They considered that the termination of the Non-public Issuance of A Shares was in compliance with the stipulations of the relevant laws, regulations and the articles of association of the Company, and all necessary procedures had been performed by the Board when the relevant resolution was considered. As there will be no actions prejudicing the Company's and its shareholders' interests, the independent non-executive directors consented to the termination of the Non-public Issuance of A Shares.

## 3. Impacts on the Company

The Company has already financed the majority of the projects to be invested by the proceeds raised in the Non-public Issuance of A Shares with internal resources. It will continue to finance the remaining projects with internal resources upon termination of the Non-public Issuance of A Shares to ensure the projects could be carried out smoothly. The termination of the Non-public Issuance of A Shares is a decision in response to the market environment and the Company's actual circumstance. No material adverse impact is expected in the ordinary production and operation of the Company.

This announcement is made on a voluntary basis.

Investors and shareholders are advised by the board of directors to exercise caution when dealing in the shares of the Company.

As at the date of this announcement, the Board of Directors of the Company comprises Messrs. Chen Jinghe (Chairman), Wang Jianhua, Qiu Xiaohua, Lan Fusheng, Zou Laichang, Fang Qixue and Lin Hongfu as executive directors, Mister. Li Jian as non-executive director, and Messrs. Lu Shihua, Ding Shida, Qiu Guanzhou, and Sit Hoi Wah, Kenneth as independent non-executive directors.

By Order of the Board of Directors Zijin Mining Group Co., Ltd.\* Chen Jinghe Chairman

Fujian, the PRC, 29 April 2016

\*The Company's English name is for identification purpose only