
REVISED NOTICE OF 2009 ANNUAL GENERAL MEETING

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Zijin Mining Group Co., Ltd.*

紫金礦業集團股份有限公司

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

(Stock code: 2899)

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting (“AGM”) of Zijin Mining Group Co., Ltd.* (the “**Company**”) for the year ended 31 December, 2009 will be held at 9:00 a.m. on 25 May 2010, Tuesday, at the conference room on the 1st floor of the Company’s office building at No.1 Zijin Road, Shanghang County, Fujian Province, the People’s Republic of China (the “**PRC**”) to consider, approve and authorise the following businesses:

ORDINARY RESOLUTIONS

1. to consider and approve the Report of the Board of Directors of the Company for 2009;
2. to consider and approve the Report of the Independent Directors of the Company for 2009;
3. to consider and approve the Report of Supervisory Committee of the Company for 2009;
4. to consider and approve the financial report for the year ended 31 December, 2009;
5. to consider and approve the Company’s 2009 annual report and its summary report;
6. to consider and approve the profit distribution proposal of the Company for the year ended 31 December, 2009;
7. to consider and approve the remunerations of the Directors and Supervisors of the Company for the year ended 31 December, 2009;
8. to consider and approve the reappointment of Ernst & Young Hua Ming and Ernst & Young as the Company’s domestic and international auditors respectively for the year ended 31 December, 2010, and to authorise the Board of Directors to determine their remuneration; and
9. To consider and authorize the Board of Directors to make the donation decisions with a total aggregate annual amount not exceeding 6% of the Company’s total net profit of the year, and to report the execution of the donation in the annual general meeting.

REVISED NOTICE OF 2009 ANNUAL GENERAL MEETING

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

Fujian, the PRC, 28 April 2010

Notes:

- (A) The Company's register of H Shares members will be closed from 24 April 2010 (Saturday) to 25 May 2010 (Tuesday) (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares of the Company whose names appear on the register of members on 25 May 2010 (Tuesday) will be entitled to attend and vote at the AGM, and to be a qualified shareholder of the Company to receive the final dividends for the year ended 31 December 2009 of RMB0.10 per share (tax included) (the "2009 Final Dividend"). The 2009 Final Dividend is subject to the approval at the coming annual general meeting of the Company. In order to qualify for attending and voting at the AGM and the 2009 Final Dividend, all transfers must be lodged with the Registrar of H Shares of the Company no later than 4:30 p.m. on 23 April 2010 (Friday).

The address of the Hong Kong Registrar of H Shares is:

Computershare Hong Kong Investor Services Limited,
Shops 1712-1716,
17th Floor, Hopewell Centre,
183 Queen's Road East,
Wanchai,
Hong Kong

- (B) Holders of H Shares who intend to attend the AGM must complete and return the reply slip in writing to the Secretariat of the Board of the Company twenty days before the AGM, that is 4 May 2010 (Tuesday).

Details of the office for the Secretariat of the Board of the Company is as follows:

19-22/F., Haifu Centre,
599 Sishui Road, Huli District
Xiamen, Fujian
People's Republic of China
Tel: (86) 592 2933656
Fax: (86) 592 2933580

- (C) Holders of H Shares who has the right to attend and vote at the AGM are entitled to appoint one or more proxies (whether or not a member) to attend and vote on his behalf. For those shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of polls. Shareholders who intend to appoint one or more proxies should first read the Company's 2009 annual report.
- (D) The instrument appointing a proxy must be in writing and signed by the appointer or his attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the appointer, an authorisation that authorised such signatory shall be notarised.
- (E) To be valid, the form of proxy (and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, then together with such power of attorney or other authority) must be deposited at the Company's Registrar of H Shares of the Company — Computershare Hong Kong Investor Services Limited no later than 24 hours before the specified time for the holding of the AGM. The address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

REVISED NOTICE OF 2009 ANNUAL GENERAL MEETING

- (F) If a proxy is appointed to attend the AGM on behalf of a shareholder, the proxy must indicate its identification and the authorisation instrument with the date of issue and duly signed by the proxy and its legal representative, and in the case of legal representative of legal person shareholders, such legal representative must indicate its own identification and effective document to identify its identity as legal representative. If a legal person shareholder appoints a company other than its legal representative to attend the AGM, such representative must indicate its own identification and the authorisation instrument bearing the company chop of the legal person shareholder and duly authorised by its legal representative.
- (G) The AGM is expected to last for half a day, and shareholders attending the AGM will be responsible for their own traveling and accommodation expenses.
- (H) **The H share register of the Company will be closed from 24 April 2010 (Saturday) to 25 May 2010 (Tuesday) (both dates inclusive), during which no transfer of shares will be registered. Holders of H Shares whose names appear on the H share register of members of the Company on 25 May 2010 (Tuesday, being the record date) are entitled to attend the AGM of the Company to be convened on 25 May 2010 (Tuesday) at No.1 Zijin Road, Shanghang County, Fujian Province, the PRC and to be a qualified shareholder of the Company to receive the final dividends for the year ended 31 December 2009 of RMB0.10 per share (tax included). The 2009 Final Dividend is subject to the approval at the coming annual general meeting of the Company.**
- (I) This Revised Notice of 2009 Annual General Meeting shall replace and supersede the original Notice of 2009 Annual General Meeting dated 9 April 2010.

REVISED NOTICE OF 2009 ANNUAL GENERAL MEETING

EXPECTED TIMETABLE

2010 (Note)

Last trading day with rights	.21 April (Wednesday)
First ex-rights trading day	.22 April (Thursday)
Latest time for lodging transfer of Shares	.23 April (Friday) 4:30 p.m.
Book closure period (both days inclusive)	.24 April (Saturday) to 25 May (Tuesday)
Record Date	.25 May (Tuesday)
Register of Members re-opens	.26 May (Wednesday)
AGM	.25 May (Tuesday)
Announcement on results of AGM	.25 May (Tuesday)
Delivery of dividends	.To be announced

Note: All times refer to Hong Kong local times.

As at the date of this announcement, the Board of Directors of the Company comprises Messrs. Chen Jinghe (Chairman), Luo Yingnan, Liu Xiaochu, Lan Fusheng, Huang Xiaodong, and Zou Laichang as executive directors, Mr. Peng Jiaqing as non-executive director, and Messrs. Chen Yuchuan, Su Congfu, Lin Yongjing, and Wang Xiaojun as independent non-executive directors.

* *The English name of the Company is for identification purpose only*