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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)

RESOLUTIONS PASSED AT THE 2011 ANNUAL GENERAL MEETING

The Board is pleased to announce that except for the resolution 8.1 was not approved, all the rest of resolutions proposed to be approved at the AGM were duly approved by the shareholders attending the AGM.

Reference is made to Zijin Mining Group Co., Ltd.'s* (the "Company") Notice of 2011 Annual General Meeting dated 11 April 2012, Revised Notice of 2011 Annual General Meeting dated 7 May 2012 and the Second Revised Notice of 2011 Annual General Meeting dated 11 May 2012. At the annual general meeting (the "AGM") of the Company held at the conference room of the Company's office building at No.1 Zijin Road, Shanghang County, Fujian Province, the People's Republic of China (the "PRC") on 28 May 2012 at 9:00 a.m., the following resolutions voted by poll in accordance with the Company's articles of association were duly approved by the shareholders attending the AGM (except for the resolution 8.1 was not approved) and the board of directors (the "Board") of the Company is pleased to announce the poll results of the resolutions of the AGM as follows:

As Special Resolutions		No. of Valid Votes For (% of total valid votes cast)	No. of Valid Votes Against (% of total valid votes cast)	No. of Valid Votes Abstain (% of total valid votes cast)	Total Valid Votes
1.	The proposal of amendment of the articles of association of the Company was approved;	10,746,914,449 (99.773%)	24,476,000 (0.227%)	0 (0%)	10,771,390,449 (100%)
2.	The proposal of a general mandate for issuing bonds was approved;	10,847,051,449 (99.775%)	24,476,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
As Ordinary Resolutions					
3.	Report of the Board of Directors of the Company for 2011 was approved;	10,847,045,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
4.	Report of the Independent Directors of the Company for 2011 was approved;	10,847,045,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
5.	Report of Supervisory Committee of the Company for 2011 was approved;	10,847,045,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
6.	The Company's financial report for the year ended 31 December 2011 was approved;	10,847,045,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
7.	The Company's 2011 annual report and its summary report were approved;	10,847,045,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,527,449 (100%)
8.1	The Board proposed a dividend of RMB0.8 (including tax) in cash per 10	512,862,983 (5.13%)	9,484,824,948 (94.87%)	0 (0%)	9,997,687,931 (100%)

	shares of the Company for the year ended 31 December 2011 was not approved;				
8.2	A proposal to raise dividend to RMB1.0 (including tax) in cash per 10 shares of the Company for the year ended 31 December 2011 was approved;	10,247,469,784 (98.41%)	165,828,525 (1.59%)	0 (0%)	10,413,298,309 (100%)
9.	The remunerations of the Executive Directors and Chairman of Supervisory Committee of the Company for the year ended 31 December 2011 were approved;	10,843,910,399 (99.749%)	27,235,050 (0.251%)	0 (0%)	10,871,145,449 (100%)
10.	Election of Mr. Qiu Xiaohua (邱曉華) as a director of the fourth Board of Directors of the Company was approved; and	10,699,014,366 (98.413%)	172,551,083 (1.587%)	0 (0%)	10,871,565,449 (100%)
11.	Reappointment of Ernst & Young Hua Ming as the Company's auditor for the year ended 31 December 2012 was approved, and the Board of Directors was authorised to determine the remuneration.	10,847,101,449 (99.775%)	24,482,000 (0.225%)	0 (0%)	10,871,583,449 (100%)

The above resolutions no. 1 to 2 were passed as special resolutions and resolutions no. 3 to 7, 8.2 and 9 to 11 were passed as ordinary resolutions. The resolution no. 8.1 was not approved.

As at the date of the AGM, the total number of issued shares of the Company is 21,811,963,650, comprising 15,803,803,650 domestic shares (A shares) and 6,008,160,000 H shares listed on The Stock Exchange of Hong Kong Limited. The total number of shares entitling the holders to attend and vote on the resolutions at the AGM is also 21,811,963,650. The total number of shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM only is nil. No shareholders are required to abstain from voting at the AGM. The total number of shares held by the shareholders or their proxy(ies) who have attended the AGM and are entitled to vote is 10,871,583,449 shares, representing approximately 49.84% of the total issued shares as at the date of this announcement.

Computershare Hong Kong Investor Services Limited, the H shares share registrar of the Company, has acted as the scrutineer for the vote-taking at the AGM.

Newly appointed director

Particulars of the newly appointed director (Mr. Qiu Xiaohua) with effect from 28 May 2012 have been set out in the announcement dated 28 March 2012 and the Notice of 2011 Annual General Meeting dated 11 April 2012. The remuneration of Mr. Qiu Xiaohua will be determined by the Board in accordance with the proposed remuneration scheme of Directors and Supervisors of the fourth term of Board of Directors and Supervisory Committee was approved in the Extraordinary General Meeting dated 5 November 2009, and by reference to his duties and responsibilities with the Company, the Company's remuneration policy, and the Company's results appraisal.

Closure of register of members

In order to determine entitlement to the 2011 Final Dividend, the H share register of members of the Company will be closed from 12 June 2012 to 18 June 2012, both days inclusive, during which period no transfer of shares of the Company will be effected. Holders of H shares whose names appear on the H share register of members of the Company on 18 June 2012 (the "Record Date") are entitled to receive the 2011 Final Dividend. The Company's shareholders are reminded that, in order to qualify for the receipt of 2011

Final Dividend, all instruments of transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by no later than 4:30 p.m. on 11 June 2012.

Expected timetable of the 2011 Final Dividend

	<i>2012 (Note)</i>
Last day of dealings in shares on a cum-entitlement basis	Thursday, 7 June
First day of dealings in shares on an ex-entitlement basis	Friday, 8 June
Latest time for lodging transfer of shares for entitlement to the 2011 Final Dividend	4:30 p.m. on Monday, 11 June
Book closure period (both days inclusive)	Tuesday, 12 June to Monday, 18 June
Record Date	Monday, 18 June
Register of Members re-opens	Tuesday, 19 June
Dispatch of 2011 Final Dividend cheques	Thursday, 12 July

Note: All times refer to Hong Kong local time

Dates or deadlines specified in this announcement for events in the timetable for (or otherwise in relation to) the 2011 Final Dividend distribution are indicative only and may be varied with reference to the practical circumstances. Any consequential changes to the expected timetable will be published by way of public announcement.

Payment of final dividend

Bank of China (Hong Kong) Trustees Limited has been appointed as the Company's receiving agent in Hong Kong (the "Receiving Agent") and the Company will pay to the Receiving Agent the final dividend declared for payment to holders of the H shares of the Company. Such final dividend shall be calculated on the average price of the medium prices of the conversion of RMB into HK\$ announced by The People's Bank of China a week preceding Monday, 28 May 2012, and it is RMB0.813682 to HK\$1.00. Accordingly, the amount of final dividend payable for each 10 shares H share is HK\$1.228981 (tax included). The final dividend will be paid by the Receiving Agent and mailed by Computershare Hong Kong Investor Services Limited to the holders of H shares of the Company who are entitled to receive the same by ordinary post at their own risk on 12 July 2012.

Pursuant to the "Enterprise Income Tax Law of the People's Republic of China", the "Detailed Rules for the Implementation of the Enterprise Income Tax Law of the People's Republic of China" (the "Tax Law"), and the "Notice of the State Administration of Taxation on the Issues concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H-share Holders Which Are Overseas Non-resident Enterprises" (Guoshuihan [2008] No. 897) all implemented in 2008, the Company has an obligation to withhold for payment of the 10% enterprise income tax from the payment of the 2011 final dividend to shareholders who are non-resident enterprises (including HKSCC (Nominees) Limited) whose names are registered on the registers of members of the Company (the "Registers") as of 18 June 2012 (the "Record Date"). The term "non-resident enterprise" when used in this announcement shall have the same meaning as defined under the Tax Law and its relevant rules and regulations.

Pursuant to the State Administration of Taxation Notice on Matters Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 45 (Guo Shui Han [2011] No. 348) (the "SAT Notice") dated 28 June 2011, and the letter entitled "Tax arrangements on dividends paid to Hong Kong residents by Mainland companies" issued by The Stock Exchange of Hong Kong Limited (the "Stock Exchange Letter") dated 4 July 2011, the overseas resident individual shareholders of the stocks issued in Hong Kong by domestic non-foreign invested enterprises are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties entered into between the countries in which they reside and the PRC or the tax arrangements between the Mainland China and Hong Kong (Macau).

The Company will withhold and arrange for the payment of the withholding tax pursuant to the above opinions of the tax authorities and relevant tax laws and regulations, including the "Notice of the State

Administration of Taxation in relation to the Administrative Measures on Preferential Treatment Entitled by Non-residents under Tax Treaties (Tentative)” (Guo Shui Fa [2009] No.124) (the “Tax Treaties Notice”). The Company will determine the country of domicile of each of the Individual H Shareholders based on the registered address as recorded in the register of members of the Company on 18 June 2012 (the “Registered Address”).

Investors should notice that the Company has no obligation and will not be responsible for confirming the identities of any shareholders. The Company will withhold for payment the enterprise income tax and the personal income tax, strictly in accordance with the Tax Law and its relevant rules and regulations, based on the information contained in the Registers on the Record Date. The Company will owe no liability whatsoever in respect of and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the shareholders or any disputes over the mechanism of withholding.

Investors and shareholders are advised 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), Luo Yingnan, Qiu Xiaohua, Lan Fusheng, Huang Xiaodong, and Zou Laichang as executive directors, Mister. Peng Jiaqing as non-executive director, and Messrs. Su Congfu, Chen Yuchuan, Lin Yongjing, and Wang Xiaojun as independent non-executive directors.

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

Fujian, the PRC, 28 May 2012

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