

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.*



**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)**

**ANNOUNCEMENT  
FORMATION OF A JOINT VENTURE IN RELATION TO  
THE ESTABLISHMENT OF AN OFFSHORE INVESTMENT FUND**

The board of Zijin Mining Group Co., Ltd. (the "Company") is pleased to announce that the Company, Sprott Inc. ("Sprott") (a corporation listed on Toronto Stock Exchange with stock code of SII) and Americas Now Resources Investment Management Corp. ("Americas Now") (a company incorporated in Toronto) entered into a joint venture agreement ("JV Agreement") on 19 March 2013 to establish an offshore investment fund ("Fund"), which will be co-managed by the Company and Sprott. The Fund will primarily invest in equities and debt instruments in relation to gold and other precious metals, copper, and other minerals.

The target size of the Fund is US\$500 million. Pursuant to the JV Agreement, the Company agreed to make capital contributions to the Fund of US\$100 million. Sprott agreed to make initial capital contributions to the Fund of US\$10 million and to continue to invest to match at least 5% of the aggregate capital contributions of the Fund. The Fund will also seek out other investors. Under the JV Agreement, Americas Now agreed to provide technical and marketing services to the joint venture.

The JV Agreement is conditional on satisfaction of:

1. Sprott receiving the necessary regulatory approvals in Canada; and
2. the Company receiving the relevant regulatory approvals in the People's Republic of China.

As each of the applicable percentage ratios as defined in Chapter 14 of the Listing Rules for the transaction is less than 5%, this announcement is made on a voluntary basis.

**Investors and shareholders are advised by the Board to exercise caution when dealing in the shares of the Company. This announcement does not constitute an offer or invitation to sell or any solicitation of any offer to purchase or subscribe for securities in any jurisdictions.**

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*

20 March 2013, Fujian, PRC

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