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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 2012 ANNUAL GENERAL MEETING, THE FIRST A SHAREHOLDERS' CLASS MEETING IN 2013 AND THE FIRST H SHAREHOLDERS' CLASS MEETING IN 2013

The Board is pleased to announce that all the resolutions proposed to be approved at the 2012 annual general meeting, the first A Shareholders' class meeting in 2013 and the first H Shareholders' class meeting in 2013 were duly approved by the shareholders attending the 2012 annual general meeting, the first A Shareholders' class meeting in 2013 and the first H Shareholders' class meeting in 2013.

Reference is made to Zijin Mining Group Co., Ltd.'s* (the "Company") Notices of 2012 Annual General Meeting, the First A Shareholders' Class Meeting in 2013 and the First H Shareholders' Class Meeting in 2013 dated 12 April 2013. At the annual general meeting (the "AGM"), the first A Shareholders' class meeting in 2013 ("A Shareholders' Class Meeting") and the first H Shareholders' class meeting in 2013 ("H Shareholders' Class Meeting") 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 2013 at 9:00 a.m., 11:00 a.m. and 11:15 a.m. respectively, the following resolutions voted by poll in accordance with the Company's articles of association were duly approved by the shareholders attending the AGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting 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 amendments of the articles of association of the Company was approved;	10,456,574,263 (99.99%)	2,000 (0.01%)	0 (0%)	10,456,576,263 (100%)
2.	The proposal of the Company's 3-year (2012-2014) profit distribution plan was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
3.	The proposal of a general mandate to issue mid-term bonds not exceeding RMB10 billion by the Company was approved;	9,982,948,795 (96.16%)	398,474,468 (3.84%)	0 (0%)	10,381,423,263 (100%)
4.	The proposal of a general mandate of the Company to repurchase H shares was approved;	10,456,571,863 (99.99%)	4,400 (0.01%)	0 (0%)	10,456,576,263 (100%)
5.	The proposal of the Company to provide guarantee to its overseas subsidiaries for the loans was approved;	9,967,829,767 (95.33%)	488,746,496 (4.67%)	0 (0%)	10,456,576,263 (100%)
As Ordinary Resolutions					

6.	Report of the Board of Directors of the Company for 2012 was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
7.	Report of the Independent Directors of the Company for 2012 was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
8.	Report of Supervisory Committee of the Company for 2012 was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
9.	The Company's financial report for the year ended 31 December 2012 was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
10.	The Company's 2012 annual report and its summary report were approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
11.	A profit distribution proposal of the Company for the year ended 31 December 2012 was approved;	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)
12.	The remunerations of the Executive Directors and Chairman of Supervisory Committee of the Company for the year ended 31 December 2012 were approved;	10,456,574,263 (99.99%)	2,000 (0.01%)	0 (0%)	10,456,576,263 (100%)
13.	Reappointment of Ernst & Young Hua Ming (LLP) as the Company's auditor for the year ended 31 December 2013 was approved, and the Board of Directors was authorised to determine the remuneration.	10,456,576,263 (100%)	0 (0%)	0 (0%)	10,456,576,263 (100%)

The above resolutions no. 1 to 5 were passed as special resolutions and resolutions no. 6 to 13 were passed as ordinary resolutions.

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 10,456,576,263 shares, representing approximately 47.94% of the total issued shares as at the date of this announcement.

The poll results of the resolution of the A Shareholders' Class Meeting were as follows:

As Special Resolution		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 a general mandate of the Company to repurchase H shares was approved;	9,467,984,734 (99.99%)	4,400 (0.01%)	0 (0%)	9,467,989,134 (100%)

The above resolution was passed as special resolution.

As at the date of the A Shareholders' Class Meeting, the total number of domestic shares (A shares) of the Company is 15,803,803,650. The total number of shares entitling the holders to attend and vote on the resolution at the A Shareholders' Class Meeting is also 15,803,803,650. The total number of shares entitling

the holders to attend and abstain from voting in favour of the resolution at the A Shareholders' Class Meeting only is nil. No shareholders are required to abstain from voting at the A Shareholders' Class Meeting. The total number of shares held by the shareholders or their proxy(ies) who have attended the A Shareholders' Class Meeting and are entitled to vote is 9,467,989,134 shares, representing approximately 59.91% of the total number of domestic shares (A shares) as at the date of this announcement.

The poll results of the resolution of the H Shareholders' Class Meeting were as follows:

As Special Resolution		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 a general mandate of the Company to repurchase H shares was approved;	986,236,291 (99.99%)	17,000 (0.01%)	0 (0%)	986,253,291 (100%)

The above resolution was passed as special resolution.

As at the date of the H Shareholders' Class Meeting, the total number of H shares of the Company is 6,008,160,000 H shares, which were listed on The Stock Exchange of Hong Kong Limited. The total number of shares entitling the holders to attend and vote on the resolution at the H Shareholders' Class Meeting is also 6,008,160,000. The total number of shares entitling the holders to attend and abstain from voting in favour of the resolution at the H Shareholders' Class Meeting only is nil. No shareholders are required to abstain from voting at the H Shareholders' Class Meeting. The total number of shares held by the shareholders or their proxy(ies) who have attended the H Shareholders' Class Meeting and are entitled to vote is 986,253,291 shares, representing approximately 16.42% of the total number of H 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, A Shareholders' Class Meeting and the H Shareholders' Class Meeting.

Closure of register of members

In order to determine entitlement to the 2012 Final Dividend, the H share register of members of the Company will be closed from 12 June 2013 to 18 June 2013, 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 2013 (the "Record Date") are entitled to receive the 2012 Final Dividend. The Company's shareholders are reminded that, in order to qualify for the receipt of 2012 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 2013.

Expected timetable of the 2012 Final Dividend

Last day of dealings in shares on a cum-entitlement basis	2013 (Note) Friday, 7 June
First day of dealings in shares on an ex-entitlement basis	Monday, 10 June
Latest time for lodging transfer of shares for entitlement to the 2012 Final Dividend	4:30 p.m. on Tuesday, 11 June
Book closure period (both days inclusive)	Wednesday, 12 June to Tuesday, 18 June
Record Date	Tuesday, 18 June
Register of Members re-opens	Wednesday, 19 June
Dispatch of 2012 Final Dividend cheques	Friday, 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 2012 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 Tuesday, 28 May 2013, and it is RMB0.797282 to HK\$1. Accordingly, the amount of final dividend payable for each 10 shares of H share is HK\$1.254261 (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 2013.

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 2012 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 2013 (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 2013 (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 2013

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