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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 FIRST EXTRAORDINARY GENERAL MEETING IN 2013 ANNOUNCEMENT**

At the First Extraordinary General Meeting in 2013 (the "EGM") of Zijin Mining Group Co., Ltd.\* (the "Company") held at the conference room at the Company's office building, No.1 Zijin Road, Shanghang County, Fujian Province, The People's Republic of China (the "PRC") on 25 October 2013 (Friday) at 9:00 a.m., poll voting was taken in accordance with the Company's articles of association for voting on the proposed resolutions, as set out in the notice of EGM dated 9 September 2013. Resolutions no. 1 to 3 were voted and approved by shareholders, the board of directors (the "Board") of the Company is pleased to announce the poll results in respect of the resolutions of the EGM of the Company as follows:

	<b>Ordinary resolutions</b>	<b>No. of valid votes (% of total valid votes cast)</b>
1.	the election of directors of the fifth board of directors of the Company by way of cumulative voting was approved;	
	Mr. Chen Jinghe	<b>10,085,954,648 (99.90%)</b>
	Mr. Wang Jianhua	<b>10,093,339,593 (99.97%)</b>
	Mr. Qiu Xiaohua	<b>10,093,339,593 (99.97%)</b>
	Mr. Lan Fusheng	<b>10,075,985,593 (99.80%)</b>
	Mr. Zou Laichang	<b>10,075,985,593 (99.80%)</b>
	Mr. Lin Hongfu	<b>10,093,339,593 (99.97%)</b>

	Mr. Li Jian	<b>9,935,329,681</b> <b>(98.41%)</b>			
	Mr. Lu Shihua	<b>9,995,914,843</b> <b>(99.01%)</b>			
	Mr. Ding Shida	<b>9,995,914,843</b> <b>(99.01%)</b>			
	Mr. Jiang Yuzhi	<b>9,995,914,843</b> <b>(99.01%)</b>			
	Mr. Sit Hoi Wah, Kenneth	<b>10,095,914,841</b> <b>(100%)</b>			
2.	the election of supervisors of the fifth supervisory committee of the Company by way of cumulative voting was approved; and				
	Mr. Lin Shuiqing	<b>10,095,855,658</b> <b>(100%)</b>			
	Mr. Xu Qiang	<b>10,095,855,658</b> <b>(100%)</b>			
	Mr. Fan Wensheng	<b>10,095,855,658</b> <b>(100%)</b>			
	<b>Ordinary resolutions</b>	<b>No. of valid votes For (% of total valid votes cast)</b>	<b>No. of valid votes Against (% of total valid votes cast)</b>	<b>No. of valid votes Abstain (% of total valid votes cast)</b>	<b>Total valid votes</b>
3.	remunerations proposal of directors and supervisors of the fifth term of board of directors and supervisory committee; to authorise the board of directors to enter into service contracts and/or appointment letters with each of the newly elected directors and supervisors respectively subject to such terms and conditions as the board of directors shall think fit and to do all such acts and things and handle all other related matters as necessary were approved.	<b>10,078,808,788</b> <b>(99.83%)</b>	<b>17,078,870</b> <b>(0.17%)</b>	<b>0</b> <b>(0%)</b>	<b>10,095,887,658</b> <b>(100%)</b>

The above resolutions no. 1 to 3 were passed as ordinary resolutions. Shareholders may refer to the notice and circular issued to shareholders dated 9 September 2013 and 25 September 2013 respectively for details of the resolutions.

As at the date of the EGM, the total number of issued shares of the Company is 21,811,963,650 comprising 15,803,803,650 domestic/A shares, and 6,008,160,000 H shares listed on the Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Except for the 25,300,000 H shares repurchased on 21 August 2013, which are under the cancellation process and did not participate in the voting, the total number of issued shares of the Company is 21,786,663,650 comprising 15,803,803,650 domestic/A shares, and 5,982,860,000 H shares listed on the Stock Exchange which was the total number of shares entitling the holders to attend. There is no restriction imposed on the shareholders to cast their votes on any of the aforesaid resolutions passed at the EGM.

Among the candidates of director of the fifth term of the Board, Mr. Chen Jinghe, Mr. Lan Fusheng and Mr. Zou Laichang received administrative penalty from the China Securities Regulatory Commission which was issued in April 2012 for the delayed disclosure of the 7.3 incident of the Company in 2010. Pursuant to the relevant provisions of the “Election, appointment and conduct guidelines for directors of listed companies of Shanghai Stock Exchange (2013 revision)” issued by Shanghai Stock Exchange on 13 June 2013, the election of the three directors mentioned above has been individually approved by more than half of the shareholders attending the EGM and approved by more than half of the minority shareholders attending the EGM.

**Poll results of minority shareholders:**

	<b>No. of valid votes (% of total valid votes cast)</b>
Mr. Chen Jinghe	<b>1,172,653,899 (99.16%)</b>
Mr. Lan Fusheng	<b>1,162,684,844 (98.32%)</b>
Mr. Zou Laichang	<b>1,162,684,844 (98.32%)</b>

Computershare Hong Kong Investor Services Limited, the H shares registrar of the Company, acted as the scrutineer for the vote-taking in the EGM of the Company.

Particulars of the newly appointed directors and supervisors have been set out in the appendix 1. Each of Mr.

Luo Yingnan, Mr. Huang Xiaodong (executive directors of the Company before the EGM), Mr. Peng Jiaqing (non-executive director of the Company before the EGM), Mr. Su Congfu, Mr. Chen Yuchuan, Mr. Lin Yongjing, Mr. Wang Xiaojun (independent non-executive directors of the Company before the EGM), Mr. Lin Xinxi (supervisor representing shareholders of the Company before the EGM) and Mr. Liu Xianhua (supervisor representing the staff and workers of the Company before the EGM) confirmed that they have no disagreement with the Board and there is nothing which needs to be brought to the attention of the shareholders of the Company in relation to their resignations.

The Board would like to express its appreciation to Mr. Luo Yingnan, Mr. Huang Xiaodong, Mr. Peng Jiaqing, Mr. Su Congfu, Mr. Chen Yuchuan, Mr. Lin Yongjing, Mr. Wang Xiaojun, Mr. Lin Xinxi and Mr. Liu Xianhua for their valuable contributions to the Company during their tenure of services.

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, and Lin Hongfu as executive directors, Mister. Li Jian as non-executive director, and Messrs. Lu Shihua, Ding Shida, Jiang Yuzhi, 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*

25 October 2013, Fujian, the PRC

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

## **APPENDIX 1 PARTICULARS OF NEWLY APPOINTED DIRECTORS AND SUPERVISORS**

Biographical details of the newly appointed directors and supervisors are set out as follows:

### **EXECUTIVE DIRECTORS**

Mr. Chen Jinghe (陳景河), aged 56, was born in October 1957 with Fujian Yongding ancestry. He is a professor grade senior engineer, a specialist who enjoys special allowance from the State Council of the PRC, the chairman of chairman group of China Mining Association, the vice president of the China Gold Association and the current chairman and legal representative of the Company. He also serves as the head of the Company's national key gold laboratory and the chairman of Norton Gold Fields Limited (NGF.AX) of Australia.

He graduated from Fuzhou University with a bachelor degree in geology in 1982 and obtained an EMBA degree from Xiamen University; worked with Fujian Minxi Geological Team from 1986 to 1992, was the main discoverer and exploration organizer of Zijinshan gold and copper mine; from January 1993 to 2000, he served as the chairman and general manager of Shanghang County Mining Company and Minxi Zijin Mining Company Limited, the predecessors of the Company; he has been serving as the chairman of the Company since its transformation into a joint stock company from August 2000, he also served as the president of the Company from August 2006 to November 2009. He has high attainments in mining deposit exploration, evaluation, development planning and management, and is the core leader during the Company's foundation and development periods.

He was a delegate of the tenth, eleventh and twelfth National People's Congress of Fujian Province.

Mr. Wang Jianhua (王建華), aged 57, was born in February 1956 with Shandong Weifang ancestry, received tertiary education from the Central Communist Party School, obtained an EMBA, is a senior economist and senior accountant. He is currently the president of the Company.

Mr. Wang served as a worker and the accountant in-charge in Shandong Yidu Yangji Forest from December 1974 to January 1981; student of accounting training class of Shandong Agricultural College in the period from July 1977 to January 1978; the accountant in-charge and the head of finance department of Shandong Yidu Silkworm Breeding Farm from January 1981 to October 1985; the deputy head (and chairman of Guangtong Yelusu Co., Ltd.), head, Communist Party committee member (deputy county magistrate level) (and chairman of Guangtong Group), Communist Party committee member (county magistrate level) (and chairman of Guangtong Group) of Shandong Qingzhou Silkworm Breeding Farm from October 1985 to July 1997; student of distant learning school of Central Communist Party School in the period from August 1991 to June 1994; the deputy manager (presiding), deputy secretary of Communist Party committee, manager, deputy secretary of Communist Party committee (deputy departmental level) of Shandong Silk Import & Export Corporation, assistant to general manager and deputy secretary of Communist Party committee of

Shandong Provincial Silk Corporation and manager of Shandong Silk Import & Export Corporation, secretary of Communist Party committee, deputy general manager of Shandong Provincial Silk Corporation, committee member of Communist Party committee, manager and secretary of Communist Party committee of Shandong Silk Import & Export Corporation, deputy secretary of Communist Party committee and deputy general manager (presiding) of Shandong Provincial Silk Corporation from July 1997 to October 2003; general manager of Shandong Provincial Silk Corporation and secretary of Communist Party committee (department level), the general manager of Shandong Silk Group Co., Ltd. and secretary of Communist Party committee from October 2003 to February 2006; the chairman and the secretary of Communist Party committee of Shandong Gold Group Co., Ltd. from February 2006 to February 2013 and retired in February 2013. Mr. Wang was appointed as president of the Company in June 2013.

Mr. Wang was a representative of the ninth and tenth Party Congress of Shandong Province, a representative of the twelfth People's Congress of Shandong Province, honored as the model labour in Shandong Province in 2008 and obtained a national "5.1" labour medal in 2011.

Mr. Qiu Xiaohua (邱曉華), aged 55, was born in January 1958 with Fujian Ninghua ancestry, is a Ph.D. in economics and a senior statistician. He currently serves as a director and vice chairman of the Company.

Mr. Qiu graduated in Department of Economics of Xiamen University in 1982. He worked with National Bureau of Statistics of China ("NBSC") from 1982 to 1998, and he successively held the posts of deputy division chief, division chief, deputy director of the Comprehensive Division of NBSC, the chief economist and spokesman of NBSC. During the period from 1995 to 1996, he was a senior visiting scholar of the Asia-Pacific Research Center of Stanford University in the United States.

From 1998 to September 1999, he took a temporary post of assistant to governor of the People's Government of Anhui Province. From September 1999 to October 2006, he successively held the posts of member of Communist Party Committee of NBSC (the "Committee"), deputy chief of NBSC, deputy secretary to the Committee, deputy chief of NBSC, secretary to the Committee and chief of NBSC. During 1998 to 2001, he studied in Beijing Normal University and obtained his master degree in economics. During 2001 to 2003, he studied in Beijing Normal University and received his Ph.D. in economics. He was under investigation by the Chinese Communist Party from October 2006 to January 2007. He served a sentence in Qincheng Jail for bigamy from February 2007 to February 2008.

He was appointed as a senior consultant for China Youth Travel Service Group from March 2008 to May 2008, as a senior researcher for China National Offshore Oil Corporation from June 2008 to February 2010, as the chief economist for the Institute of Energy Economics of China National Offshore Oil Corporation from March 2010 to September 2012; as an academic member and a senior researcher for China Center for International Economic Exchanges from June 2009, and as the chief economist for TX Investment Consulting Co., Ltd. from October 2009 to December 2012; as the chief economist of Xinhua Group and professor of Xinhua Business School from June 2011; as the executive director and vice chairman of Zijin Mining Group Co., Ltd.\* from May 2012; as the chief economist of Minsheng Securities

from October 2012.

Mr. Lan Fusheng (藍福生), aged 49, was born in April 1964 with Fujian Shanghang ancestry, is an engineer, currently serving as director and vice chairman of the Company.

He graduated from Fuzhou University in 1984 with a bachelor degree of engineering in geology. He was a technician of Fujian Minxi Geological Team from 1984 to 1990; served as an assistant to manager and deputy manager of Shanghang County Mining Company from 1990 to 1992; manager of Shanghang County Xinhui Jewelry and Ornaments Company from 1992 to 1994, and joined the Company in 1994. From August 2000 to August 2006, he was appointed as a director and standing deputy general manager of the Company. He has been serving as an executive director and vice chairman of the Company since August 2006. Mr. Lan has been the in-charge of the Company's investments for many years, and has plenty of experience and high standards in evaluating mining projects. He has been serving as a non-executive director of a listed company in Hong Kong, China Hanking Holdings Limited (stock code: 3788).

Mr. Zou Laichang (鄒來昌), aged 45, was born in August 1968 with Fujian Shanghang ancestry, a senior engineer, currently serving as a director and senior vice president of the Company.

He graduated from Fujian Agriculture and Forestry University Forestry College with a bachelor degree of engineering in chemistry for forestry in 1990 and obtained an MBA degree in Xiamen University. He served as the chief of production in Shanghang County Forest Chemical Factory from August 1990 to March 1996. Since March 1996, he joined the Company and held several positions including deputy director of gold refinery plant, standing deputy head of the institute of mining and refining design and research of the Company, deputy chief engineer and chief engineer of the Company. He has been appointed as director and senior vice president since August 2006. Mr. Zou has strong ability and high standard in hydrometallurgy, is an important researcher in a number of the Company's major scientific and technological achievements, and has obtained a number of provincial and ministerial science and technology achievement awards.

Mr. Lin Hongfu (林泓富), aged 39, was born in April 1974 with Fujian Yongding ancestry, currently serving as the vice president of the Company.

He graduated from Chongqing Steel College majoring in steel and iron alloy smelting in 1997 and obtained an EMBA of Tsinghua University. In August 1997, he joined the Company as an assistant to plant manager of gold refinery plant and chief of the electrolysis plant, and then held the positions of deputy plant manager, plant manager, deputy chief of Zijinshan gold mine, general manager of Bayannaer Zijin Non-ferrous Metals Company Limited; as a vice president of the Company since August 2006, and has also served as the chairman of the board of directors of Bayannaer Zijin Non-ferrous Metals Company Limited, the chairman of Wulatehouqi Zijin Mining Company Limited, the chairman of the board of directors of Zijin International Company Limited and the chairman of the board of directors of Zijin Copper Company Limited.

## NON-EXECUTIVE DIRECTOR

Mr. Li Jian (李建), aged 37, born in June 1976 with Fujian Shanghang ancestry. He is currently the general manager of Minxi Xinghang State-owned Assets Investment Company Limited.

He graduated from Yang-En University in 2000, majoring in international finance. He served as the manager, marketing director, deputy general manager of Longyan operation branch and the general manager of Shanghang operation branch of Industrial Securities Co., Ltd. during the period from August 2000 to January 2013. He has been the general manager of Minxi Xinghang State-owned Assets Investment Company Limited since January 2013.

Save as disclosed in this announcement and as at the date of this announcement, Mr. Chen Jinghe, Mr. Wang Jianhua, Mr. Qiu Xiaohua, Mr. Lan Fusheng, Mr. Zou Laichang, Mr. Lin Hongfu and Mr. Li Jian have not held any directorships in other listed public companies in the last three years, do not hold any other position with the Company or any of its subsidiaries and are not related to any other directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed as follows, none of the directors has been penalised by the China Securities Regulatory Commission or other relevant departments and stock exchanges:

The Company received the “Decision of Administrative Punishment” ([2012]No.10) from the China Securities Regulatory Commission on 9 May 2012, for the Company’s failure to timely disclose the 7.3 waste water leakage incident of Zijinshan copper hydrometallurgical plant, in which the Company violated Article 67 of the Securities Law, and constituted an offense described in Article 193 of the Securities Law. According to Article 193 of the Securities Law, the China Securities Regulatory Commission decided and issued:

1. a warning and order Zijin Mining to correct and impose a fine of RMB300,000;
2. a warning to Chen Jinghe and impose a fine of RMB100,000;
3. a warning to Luo Yingnan and Zou Laichang and impose each a fine of RMB50,000;
4. a warning to Lan Fusheng and Huang Xiaodong.

All the above fines had been settled.

## INTERESTS AND SHORT POSITION OF DIRECTORS IN THE ISSUED SHARES OF THE COMPANY

As at 25 October 2013, shareholding in the Company held by directors:

Director	Number of	Nature of	Long /	Approximate	Approximate
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	<b>domestic shares / amount of equity interest held</b>	<b>interest</b>	<b>short positions</b>	<b>percentage of shareholding in the same class of securities</b>	<b>percentage of shareholding in the registered capital</b>
Chen Jinghe	132,000,000	Personal	Long	0.84%	0.61%
Lan Fusheng	7,500,000	Personal	Long	0.05%	0.03%
Zou Laichang	1,500,000	Personal	Long	0.01%	0.01%
Lin Hongfu	750,000	Personal	Long	0.01%	0.01%

Save as disclosed herein above, up to the date of this announcement, each of Mr. Chen Jinghe, Mr. Wang Jianhua, Mr. Qiu Xiaohua, Mr. Lan Fusheng, Mr. Zou Laichang, Mr. Lin Hongfu and Mr. Li Jian does not have any interest in the shares of the Company within the meaning of Part XV of SFO as at the date hereof. Save as disclosed above, there were no relationships between themselves or between themselves and other directors, the senior management, substantial shareholders or controlling shareholders of the Company.

The directors will enter into a service contract and/or appointment letter with the Company for a term of three years commencing on the date of the EGM and expiring on 24 October 2016. The remuneration of the directors will be determined by the board in accordance with the proposed remunerations of directors and supervisors of the fifth term of board of directors and supervisory committee was approved in this EGM, and the terms and conditions of the said service contract and/or appointment letters having regard to their duties and responsibilities with the Company, the Company's remuneration policy, and the Company's results appraisal. For the year ended 31 December 2012, Mr. Chen Jinghe, Mr. Luo Yingnan, Mr. Liu Xiaochu, Mr. Qiu Xiaohua, Mr. Lan Fusheng, Mr. Huang Xiaodong, Mr. Zou Laichang and Mr. Peng Jiaqing received annual remuneration of RMB8,477,300, RMB5,148,400, RMB3,878,800, RMB175,000, RMB4,569,800, RMB4,364,100, RMB4,428,800 and RMB150,000 respectively. Further announcement will be issued once the remuneration of the newly elected directors is determined.

## **INDEPENDENT NON-EXECUTIVE DIRECTORS**

Mr. Lu Shihua (盧世華), aged 62, was born in May 1951 with Fujian Gutian ancestry, is a non-practicing registered accountant.

He graduated from Jimei Finance School with banking specialisation in 1977 and graduated from Central Communist Party School in economic management specialisation by correspondence in 2001. He currently serves as the president of the Fujian Budget and Accounting Research Society. From September 1977 to April 1991, he served as the cadre, chief, deputy director and director of Gutian Finance Bureau; from May 1991 to January 1997, he served as deputy director of finance office for industrial and transportation enterprises of Fujian Finance Department; from February 1997 to July 1999, he was a director of the finance office for cultural, education and administration of the Fujian

Finance Department; from August 1999 to January 2004, he was appointed as the director of budget office of the Fujian Finance Department; from February 2004 to June 2011, he served as an inspector (deputy departmental head grade) of the Fujian Finance Department. He retired in July 2011.

He is an independent director of Greatown Holdings Ltd. (600094).

Mr. Ding Shida (丁仕達), aged 65, was born in June 1948 with Jiangxi Linchuan ancestry. He is a senior economist.

He graduated from the business administration post-graduate programme at Economic Research Institute of Xiamen University in July 1993. In July 2000, he obtained a Ph.D. in Management from the Department of Agricultural Economics of the Graduate School of Chinese Academy of Social Sciences. From July 1983 to July 1986, he served as a vice county chief of Liancheng, Fujian. From July 1986 to March 1990, he served as deputy director and director of Fujian Longyan Economic Commission, from March 1990 to March 1993, he served as the secretary of Shanghang Communist Party Committee, from March 1993 to August 1996, he was appointed as a member of the regional Communist Party Committee of Longyan and the secretary of Longyan Communist Party Committee. In August 1996, he was appointed as the general manager and secretary of Communist Party Committee of Fujian Construction Materials Industry Corporation. At the same time, he also served as the chairman of Fujian Cement Inc. (600802). In April 2002, he was appointed as the secretary of Communist Party Committee and general manager of Fujian International Trust & Investment Corporation (FITIC) (renamed as Fujian Investment Corporation Group Company later), and the chairman of Min Xin Holdings Limited (Listed company in Hong Kong, stock code: 0222), the chairman of Min Xin Insurance Co., Ltd., vice chairman of Luso International Banking Ltd., and the vice chairman and chairman of Xiamen International Bank. He was a member of standing committee of the tenth Chinese People's Political Consultative Conference ("CPPCC") of Fujian and deputy director of the Economic Committee of the tenth CPPCC of Fujian. He retired in July 2010.

He is an independent director of North Navigation Control Technology Co., Ltd. (600435), independent director of Fujian Hongbo Printing Co., Ltd. (002229) and independent director of Tianguang Fire-fighting Incorporated Company (002509).

Mr. Jiang Yuzhi (姜玉志), aged 66, was born in July 1947 with Shandong Rongcheng ancestry, tertiary educated, is a senior economist.

He started working in August 1970. He served as the head of the office of Fujian Province Geological and Mineral Bureau, the head of the policies and regulations research office and the head of multi-operation office from June 1987 to May 1995. He served as the vice director of Fujian Geological and Mineral Exploration Development Bureau from June 1995. From June 1996, he served as the vice officer of Fujian Province Geological and Mineral Office and vice director of Fujian Geological and Mineral Exploration Development Bureau. In March 2000, he served as the vice officer of Department of Land Resources of Fujian, and also served as the director of Fujian Geological and Mineral

Exploration Development Bureau in July 2003. In January 2008, he served as a standing member of the tenth Fujian Province's Chinese People's Political Consultative Conference and the vice head of its Committee for Handling Proposals. He retired in July 2010.

Mr. Sit Hoi Wah, Kenneth (薛海華), was born in August 1958, aged 55, a citizen of Hong Kong and is a practicing solicitor in Hong Kong.

He received his Bachelor of Laws (Honours) from the University of Hong Kong in 1980, and is a practicing solicitor in Hong Kong since 1983. He was also admitted as a solicitor in England and Wales in 1985; a solicitor and barrister in Australia in 1989; a solicitor in Singapore in 1995; a notary public in 1995; a fellow member of the Chartered Institute of Arbitrators in 1996; and a fellow member of the Hong Kong Institute of Arbitrators in 1997. Currently, he is a partner of Messrs. Kenneth Sit, Solicitors, a consultant of Messrs. Charles Chu & Kenneth Sit, Solicitors and a notary public.

He has been serving as an independent non-executive director of a listed company in Hong Kong, Pokfulam Development Company Limited (stock code: 0225).

Save as disclosed above and as at the date of this announcement, Mr. Lu Shihua, Mr. Ding Shida, Mr. Jiang Yuzhi, and Mr. Sit Hoi Wah, Kenneth have not held any directorships in other listed companies in the last three years, do not hold any other position with the Company or any of its subsidiaries and is not related to any directors, senior management or substantial or controlling shareholders of the Company. None of the independent non-executive directors have any other interest in the shares of the Company or its associated corporations within the meaning of Part XV of SFO as at the date of this announcement.

None of the independent non-executive directors has been penalised by the China Securities Regulatory Commission or other relevant departments and stock exchanges.

The above independent non-executive directors, will enter into a service contract and/or appointment letter with the Company for a term of three years commencing on the date of the EGM and expiring on 24 October 2016. For the year ended 31 December 2012, Mr. Su Congfu, Mr. Chen Yuchuan, Mr. Lin Yongjing, and Mr. Wang Xiaojun received an annual salary of RMB150,000, RMB169,200, RMB150,000, and RMB159,600 respectively. The remuneration of the independent non-executive directors will be determined by the board in accordance with the proposed remunerations of directors and supervisors of the fifth term of board of directors and supervisory committee was approved in this EGM, and the terms and conditions of the said service contract and/or appointment letters having regard to their duties and responsibilities with the Company, the Company's remuneration policy, and the Company's results appraisal.

## **SUPERVISORS**

Mr. Lin Shuiqing (林水清), aged 49, born in May 1964 with Fujian Sha County ancestry, part-time post-graduate student.

Mr. Lin was a school teacher from August 1982 to September 1991; he served as clerk and division head of Shanghang County Communist Party Committee Office, deputy director of Shanghang County Communist Party Committee Development Office, deputy director and director of Shanghang County Communist Party Committee Office from September 1991 to March 1998. He was a deputy secretary, town chief and secretary of Shanghang County Communist Party Committee of Zhongdu Town from March 1998 to May 2002. Mr. Lin was a director of Shanghang County Communist Party Committee Office, and a standing member of the Shanghang County Communist Party Committee from June 2002 to May 2006. He was a standing member of the Shanghang County Communist Party Committee, director of Shanghang County Tongzhanbu and secretary of Shanghang County Non State-owned Economic Working committee from May 2006 to August 2009. He has been serving as the chairman of the fourth term supervisory committee of the Company since November 2009.

Mr. Xu Qiang (徐強), aged 61, was born in August 1952, tertiary educated, is a senior accountant, registered CPA in the PRC, and registered valuer in the PRC.

Mr. Xu worked with and had been a deputy director of Fujian Huaxing Certified Public Accountants from 1984 to 1998. He was the director of Fujian Asset Valuation Centre from 1999 to 2001. Mr. Xu was appointed as a supervisor of the Company since August 2000. He has been serving as the vice chairman of the third term and fourth term supervisory committee of the Company since August 2006.

Mr. Fan Wensheng (范文生), aged 45, Chinese, was born in April 1968 with Fujian Shanghang ancestry. He has received tertiary education from the Central Communist Party School.

From August 1990 to August 1992, he served as cadre and party secretary of finance bureau in Taibaxiang of Shanghang County; from September 1992 to January 2004, he served as secretary and vice director of the Agricultural and Economic Commission of Standing Committee of Shanghang County People's Congress, vice director, chief, committee member and party member of office of the Standing Committee of the Shanghang County People's Congress; from January 2004 to December 2007, he was the vice secretary and town chief of Gutian town, Shanghang County; from December 2007 to April 2012, he was the party secretary of Taibaxiang, Shanghang County; from April 2012 to August 2013, he served as township cadre of Economic and Trading Bureau and the director of the Shanghang Copper Bureau (Mr. Fan has resigned as a civil servant).

#### **Supervisors elected by the Company's staff and workers representatives meeting**

Mr. Liu Wenhong (劉文洪), aged 43, was born in January 1970 with Fujian Shanghang ancestry, tertiary educated. He is an engineer and is currently serving as an assistant to the president of the Company and the chairman of the labour

union.

Mr. Liu joined Shanghang County Mining Company, the predecessor of the Company, in 1989, and was the officer of the Zijinshan copper mine preparatory and construction command office, assistant to the chief of Zijinshan gold mine, assistant manager of development department, standing deputy office director, office director, etc.; since the incorporation of the Company in 2000, he held several positions including the office director, assistant to general manager, standing deputy chief of Zijinshan gold and copper mine, chairman of Anhui Tongling Zijin Mining Co., Ltd., chairman of Anhui Zijin Mining Co., Ltd., chairman and general manager of Shandong Longkou Jintai Gold Company Limited, chairman of Shandong Longkou Jinfeng Company Limited, general manager and chairman of Zijin Mining Group (Xiamen) Investment Co., Ltd., etc.; he has been serving as the general manager of the key projects and social responsibility department and the assistant to the president of the Company since November 2009 and August 2006 respectively.

Mr. Zhang Yumin(張育閩), aged 62, was born in September 1951 with Shandong Huantai ancestry, secondary educated. He is an accountant and is currently serving as an officer of the supervisory and audit department and the supervisor representing workers and staff of the Company.

Mr. Zhang was a financial officer and an assistant to the factory manager of Fujian Yuankeng Cement Plant, manager of the finance department of Xinhua Hotel. He joined the Company in September 2000. During the period from September 2000 to November 2009, he held several positions including assistant manager of accounts department and officer of assets department, deputy officer of the supervisory and audit office, chairman of the supervisory committee of Zijin Mining Group Southwest Company Limited and Wenshan Malipo Zijin Tungsten Group Co., Ltd., etc. He has been serving as the officer of the supervisory and audit office and the supervisor representing workers and staff of the Company since November 2009 and August 2006 respectively.

#### **INTERESTS AND SHORT POSITION OF SUPERVISORS IN THE ISSUED SHARES OF THE COMPANY**

As at 25 October 2013, shareholding in the Company held by supervisor:

<b>Supervisor</b>	<b>Number of domestic shares / amount of equity interest held</b>	<b>Nature of interest</b>	<b>Long / short positions</b>	<b>Approximate percentage of shareholding in the same class of securities</b>	<b>Approximate percentage of shareholding in the registered capital</b>
Liu Wenhong	24,450	Personal	Long	0.01%	0.01%

Save as disclosed above, none of Mr. Lin Shuiqing, Mr. Xu Qiang, Mr. Fan Wensheng, Mr. Liu Wenhong and Mr.

Zhang Yumin has any interest in the shares of the Company within the meaning of Part XV of SFO. Save as disclosed above, Mr. Lin Shuiqing, Mr. Xu Qiang, Mr. Fan Wensheng, Mr. Liu Wenhong and Mr. Zhang Yumin have not held any directorships in other listed public companies in the last three years, do not hold any other position with the Company or any of its subsidiaries and there were no relationship between themselves or between themselves and other directors, senior management, substantial shareholders or controlling shareholders of the Company.

None of the supervisors has been penalised by the China Securities Regulatory Commission or other relevant departments and stock exchanges.

The supervisors will enter into a service contract and/or appointment letter with the Company for a term of three years commencing on the date of the EGM and expiring on 24 October 2016. The remuneration of the supervisors will be determined by the board in accordance with the proposed remunerations of directors and supervisors of the fifth term of board of directors and supervisory committee was approved in this EGM, and the terms and conditions of the said service contract and/or appointment letter having regard to their duties and responsibilities with the Company, the Company's remuneration policy, and the Company's results appraisal. For the year ended 31 December 2012, each of Mr. Lin Shuiqing, Mr. Xu Qiang, Mr. Lin Xinxi, Mr. Zhang Yumin and Mr. Liu Xianhua received annual salary of RMB2,033,500, RMB195,000, RMB252,700, RMB493,400 and RMB616,400 respectively. Further announcement will be issued once the remuneration of the newly elected supervisors is determined.

**POSITIONS HELD BY DIRECTORS AND SUPERVISORS IN THE SUBSIDIARIES OF THE GROUP AS AT THE DATE HEREOF**

<b>Name</b>	<b>Company Name</b>	<b>Position</b>
Mr. Chen Jinghe	Norton Gold Fields Limited	Chairman
Mr. Lan Fusheng	Best Ground Group Ltd.	Director
Mr. Lan Fusheng	China Gold Development Group (H.K.) Ltd.	Director
Mr. Lan Fusheng	Fujian Jinshan Investment Co., Ltd.	Chairman
Mr. Lan Fusheng	Gold Mountains (H.K.) International Mining Co., Ltd.	Director
Mr. Lan Fusheng	Jinfeng (HK) International Mining Co., Ltd.	Director
Mr. Lan Fusheng	Golden Spring (H.K.) International Mining Company Limited	Director
Mr. Lan Fusheng	Golden Sand Mining (BVI) Limited	Director
Mr. Lan Fusheng	Jinyu (H.K.) International Mining	Director

	Company Limited	
Mr. Lan Fusheng	Golden Star Mining (BVI) Limited	Director
Mr. Lan Fusheng	Golden Eagle Mining (BVI) Limited	Director
Mr. Lan Fusheng	Zijin International Finance Company Limited	Director
Mr. Lan Fusheng	United Summit Investment Limited	Director
Mr. Lan Fusheng	Golden Asia Mining (BVI) Limited	Director
Mr. Lan Fusheng	Golden Island Resource (BVI) Limited	Director
Mr. Lan Fusheng	Gold Mountains Asset Management Limited	Director
Mr. Zou Laichang	Fujian Zijin Mining Chemical Ltd.	Chairman
Mr. Zou Laichang	Fujian Longyan Zijin Reduction Ball Ltd.	Legal representative
Mr. Lin Hongfu	Zijin International Mining Co., Ltd.	Director
Mr. Lin Hongfu	Bayannaer Zijin Non-ferrous Metals Co., Ltd.	Chairman
Mr. Lin Hongfu	Heilongjiang Duobaoshan Copper Co., Ltd.	Director
Mr. Lin Hongfu	Heilongjiang Zijin Longxing Mining Co., Ltd.	Director
Mr. Lin Hongfu	Zijin Copper Co., Ltd.	Chairman
Mr. Lin Hongfu	Fujian Jinshan Gold Refinery Co., Ltd.	Director

Save as disclosed above, none of the directors, supervisors, and the chief executive or their associates has any interest in the securities of the Company or its associated companies (as defined in the Part XV of SFO) as at the date hereof. None of the directors, supervisors and chief executive or their spouse or children under the age of 18 years is holding any option to subscribe securities of the Company, or has exercised any such option.

Save as disclosed above, no arrangement has been entered into between the Company or its holding company or its subsidiaries, which will allow the directors, supervisors or chief executive of the Company to be benefited by acquiring the shares or debentures of the Company or other body corporate.

Save as disclosed above, there are no other matters relating to the directors and supervisors, that need to be brought to the attention of the shareholders of the Company and there is no other information relating to the directors and supervisors which is required to be disclosed pursuant to any of the requirements of Rules 13.51(2) of the Listing Rules.