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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)**

### **Announcement of notice to creditors**

Zijin Mining Group Co., Ltd.\* (“the Company”) convened the 2012 annual general meeting, the first A Shareholders’ class meeting in 2013 and the first H Shareholders’ class meeting in 2013 on 28 May 2013, and granted a general mandate to the board of directors to, by reference to needs and market conditions and approval(s) of the relevant regulatory authorities being obtained with compliance to the laws, administrative regulations and the articles of association of the Company, decide to repurchase H shares not exceeding 10% of the total number of H shares in issue at the time when the relevant resolution was passed in a timely manner within the relevant authorization period. If the aforementioned general mandate is exercised by the board, according to the relevant provisions, the Company will legally cancel the H shares repurchased and the Company’s registered capital will be reduced accordingly.

Upon the aforementioned authorization being obtained, the Company has notified the creditors, details of which are set out in the announcements dated 28 May 2013, 7 June 2013 and 24 June 2013. In the absence of any creditors’ objection, the Company has repurchased H shares for 10 times during the period from 21 August 2013 to 7 February 2014, details of which are set out in the announcements dated 21 August 2013, 13 November 2013, 4 December 2013, 10 December 2013, 16 December 2013, 18 December 2013, 23 December 2013, 3 January 2014, 10 January 2014 and 7 February 2014. As at 7 February 2014, the Company has repurchased H shares of 166,108,000 in total, representing 2.765% and 0.762% of the total number of H shares and total number of issued shares (A shares + H shares) of the Company respectively. The total amount paid was HK\$285,569,440 (excluding commission and other expenses).

In order to apply for reduction of registered capital at the administrative department for industry and commerce, a resolution in relation to the completion of H shares

repurchase and change of registered capital was passed at the third meeting of the fifth term of board of directors held on 28 March 2014. It was resolved that during the period from the last repurchase on 7 February 2014 to the end of authorization for this repurchase, no repurchase of H shares will be carried out. Pursuant to the provisions of the articles of association of the Company, the Company has cancelled the H shares repurchased. After cancellation of the repurchased shares, the total number of shares of the Company will be reduced by 166,108,000 shares and the registered capital of the Company will be reduced by RMB16,610,800. The total number of shares of the Company after the deduction will be 21,645,855,650 shares and the registered capital of the Company after the deduction will be RMB2,164,585,565. To this end, in accordance with relevant provisions of the PRC Company Law and the articles of association of the Company, and before applying for reduction of registered capital at the administrative department for industry and commerce, the Company hereby notifies the creditors for the matters related to the repurchase of shares as follows:

Any creditors of the Company are entitled to declare their claims to the Company since the date of this announcement. Within 30 days of receiving the written notification of the Company, or, in case of not having received the notification, within 45 days from the date of this announcement, the creditors, with valid claims proof, evidence and identity documents, can request the Company to repay the outstanding debts or provide appropriate guarantees. If the creditors fail to declare their claims to the Company on time, it will not affect the validity of their claims. The relevant debt (obligations) will be borne by the Company according to the terms as set out in the original claims documents.

Ways of declaring debts:

Creditors of the Company who intend to advocate the above rights can bring along the original and copy of their contracts, agreements or other evidence which can prove the existence of credit and debt relationship to the Company for declaring debts. For a legal entity creditor, it has to bring along both the original and copy of duplicate of the business license and the identity document of the legal representative; for other authorised declarers, in addition to the aforementioned documents, he has to bring along the original of the power of attorney of the legal representative and the original and copy of the valid identity document of the authorised declarer. For a natural person creditor, he has to bring along both the original and copy of the valid identity document; for other authorised declarers, in addition to the aforementioned documents, he has to bring along the original of the power of attorney and the original and copy of the valid identity document of the authorised declarer.

1. For declaration by mail (postmark date as the declaration date), please send the claims information to the following address:

Mailing address: Zijin Building, No. 1 Zijin Road, Shanghang County, Fujian Province

Attention: Liu Zhizhou, Finance Department, Zijin Mining Group Co., Ltd.\*

Postal code: 364200

Note: Please mark “Debts declaration” on the envelope when posting

2. For declaration by facsimile, please send the claims information to the following fax no.:

Fax no.: 0597-3883997

Note: Please mark “Debts declaration” on the cover page when fax

Contact telephone no.: 0597-3833065

This announcement is made by the Company on a voluntary basis.

**Investors and shareholders are advised by the board of directors 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), 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*

Fujian, the PRC, 14 April 2014

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