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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 2013 ANNUAL GENERAL MEETING,
THE FIRST A SHAREHOLDERS' CLASS MEETING IN 2014 AND
THE FIRST H SHAREHOLDERS' CLASS MEETING IN 2014**

The Board is pleased to announce that all the resolutions proposed to be approved at the 2013 annual general meeting, the first A Shareholders' class meeting in 2014 and the first H Shareholders' class meeting in 2014 were duly approved by the shareholders attending the 2013 annual general meeting, the first A Shareholders' class meeting in 2014 and the first H Shareholders' class meeting in 2014.

Reference is made to the notices of 2013 Annual General Meeting, the First A Shareholders' Class Meeting in 2014 and the First H Shareholders' Class Meeting in 2014 of Zijin Mining Group Co., Ltd.* (the "Company") dated 12 April 2014. At 2013 annual general meeting (the "AGM"), the first A Shareholders' class meeting in 2014 ("A Shareholders' Class Meeting") and the first H Shareholders' class meeting in 2014 ("H Shareholders' Class Meeting") of the Company held at 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 2014 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	10,323,535,752	87,300	224,950	10,323,848,002

	completion of repurchase of H shares and its change of registered capital of the Company was approved;	(99.996975%)	(0.000846%)	(0.002179%)	(100%)
2.	The proposal of amendments on the articles of association of the Company was approved;	10,323,524,752 (99.996869%)	90,500 (0.000877%)	232,750 (0.002254%)	10,323,848,002 (100%)
3.	The proposal of a general mandate to issue debt financing instruments was approved;	10,323,330,452 (99.994987%)	285,600 (0.002766%)	231,950 (0.002247%)	10,323,848,002 (100%)
4.	The proposal of a general mandate of the Company to repurchase H shares was approved;	10,323,528,752 (99.996908%)	129,900 (0.001258%)	189,350 (0.001834%)	10,323,848,002 (100%)
5.	The proposal of the Company to provide guarantee to its overseas subsidiaries for the loans was approved;	9,699,935,476 (93.964035%)	622,872,576 (6.033815%)	221,950 (0.002150%)	10,323,030,002 (100%)
As Ordinary Resolutions					
6.	Report of the Board of Directors of the Company for 2013 was approved;	10,322,126,452 (99.987102%)	904,500 (0.008761%)	427,050 (0.004137%)	10,323,458,002 (100%)
7.	Report of the Independent Directors of the Company for 2013 was approved;	10,322,126,452 (99.987102%)	904,500 (0.008761%)	427,050 (0.004137%)	10,323,458,002 (100%)
8.	Report of Supervisory Committee of the Company for 2013 was approved;	10,322,126,452 (99.987102%)	904,500 (0.008761%)	427,050 (0.004137%)	10,323,458,002 (100%)
9.	The Company's financial report for the year ended 31 December 2013 was approved;	10,322,126,452 (99.987102%)	904,500 (0.008761%)	427,050 (0.004137%)	10,323,458,002 (100%)
10.	The Company's 2013 annual report and its summary report were	10,322,126,452 (99.987102%)	904,500 (0.008761%)	427,050 (0.004137%)	10,323,458,002 (100%)

	approved;				
11.	The profit distribution proposal of the Company for the year ended 31 December 2013 was approved;	10,323,572,152 (99.997328%)	255,250 (0.002472%)	20,600 (0.000200%)	10,323,848,002 (100%)
12.	The remunerations of the Executive Directors and Chairman of Supervisory Committee of the Company for the year ended 31 December 2013 were approved; and	10,323,198,052 (99.993704%)	460,600 (0.004462%)	189,350 (0.001834%)	10,323,848,002 (100%)
13.	The reappointment of Ernst & Young Hua Ming (LLP) as the Company's auditor for the year ended 31 December 2014 was approved, and the Board of Directors was authorized to determine the remuneration.	10,007,651,588 (98.524518%)	149,445,419 (1.471278%)	427,050 (0.004204%)	10,157,524,057 (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, 166,108,000 H Shares were repurchased during the period from 21 August 2013 to 7 February 2014, but have not yet been cancelled pending completion of the change of business registration with relevant PRC authorities. After deduction of the repurchased shares, the total number of issued shares of the Company is 21,645,855,650, comprising 15,803,803,650 domestic shares (A shares) and 5,842,052,000 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 21,645,855,650. 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 10,323,848,002 shares, representing approximately 47.694% of the total issued shares (excluding H Shares repurchased but have not yet been cancelled) 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.	9,356,300,632 (100%)	0 (0%)	0 (0%)	9,356,300,632 (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 9,356,300,632 shares, representing approximately 59.20% 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.	898,792,412 (100%)	0 (0%)	0 (0%)	898,792,412 (100%)

The above resolution was passed as special resolution.

As at the date of the H Shareholders' Class Meeting, 166,108,000 H Shares were repurchased during the period from 21 August 2013 to 7 February 2014, but have not yet been cancelled pending completion of the change of business registration with relevant PRC authorities. After deduction of the repurchased shares, the total number of H Shares of the Company is 5,842,052,000, which are 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 5,842,052,000. 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 898,792,412 shares, representing approximately 15.38% of the total number of H shares (excluding H Shares repurchased but have not yet been cancelled) 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 and Expected timetable of the 2013 Final Dividend

For the details of closure of register of members and expected timetable of 2013 final dividend, please refer to the Company's announcement dated 21 May 2014. Dates or deadlines specified in that announcement for events in the timetable for (or otherwise in relation to) the 2013 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 Wednesday, 28 May 2014, and it is RMB0.795456 to HK\$1. Accordingly, the amount of final dividend payable for each 10 shares of H share is HK\$1.005712 (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 7 July 2014.

For the details of withholding and payment of personal income tax and enterprise income tax for non-resident enterprise shareholders in respect of 2013 final dividend, please refer to the Company's announcements dated 22 May 2014. 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 relevant tax law and relevant rules and regulations, based on the information contained in the register of members 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 by the Board 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, 28 May 2014

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