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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 2013 annual general meeting, the first A Shareholders' class meeting in 2014 and the first H Shareholders' class meeting in 2014 on 28 May 2014, and granted a general mandate to the board of directors (the "Board") of the Company to, by reference to the needs and market conditions and approval(s) of the relevant regulatory authorities being obtained in compliance with 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 withdraw the repurchased H shares in accordance with the law and the Company's registered capital will be reduced accordingly.

Upon the aforementioned general mandate being granted, the Company has notified the creditors, details of which are set out in the announcements of the Company dated 28 May 2014, 10 June 2014 and 24 June 2014. In the absence of objection from the creditors, the Company has repurchased H shares for 8 times during the period from 15 September 2014 to 18 November 2014. The Company has repurchased H shares of 73,042,000 shares in total, representing 1.25% and 0.34% 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 in such repurchase was HK\$142,715,800 (excluding commission and other expenses). For details, please refer to the Company's announcements disclosed on the website of the Stock Exchange of Hong Kong Ltd.

For the purpose of processing the change of business registration for the reduction in registered capital with relevant industry and commerce authority, the seventh meeting of the fifth Board on 20 March 2015 considered and approved resolution in relation to the status of implementation of H shares repurchase and change of the registered capital, and that from 19 November 2014 to the convention date of the 2014 annual general meeting, the repurchase of H shares will not be implemented. Pursuant to the requirement of the article of associations of the Company, the Company has already withdrawn the part of the repurchased H shares. After the said

withdrawal, the total number of issued shares of the Company will be reduced by 73,042,000 shares, the registered capital will be reduced by RMB7,304,200 accordingly. The total number of issued shares of the Company and the registered capital after such reduction will be 21,572,813,650 shares and RMB2,157,281,365 respectively. In accordance with the relevant provisions of the PRC Company Law and the articles of association of the Company, prior to applying for change of business registration for the reduction in registered capital with relevant industry and commerce authority, the Company announces as follows:

Any creditors of the Company are entitled to declare their debts to the Company since the date of this announcement. Within 30 days of receiving the written notice from the Company, or, in case of not receiving the written notice, within 45 days the announcement is made, the creditors, with valid debts proof, certificates 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 debts. The relevant debt (obligations) will be borne by the Company according to the terms as set out in the original debts documents.

Ways of declaring debts:

Creditors of the Company who intend to advocate the above rights can bring along the original and copy of the respective contract, or other proofs proving the existing relationship as a creditor and a debtor to the Company for declaring debts. For a legal entity creditor, it has to bring along both the original and copy of the business license and the identity document of the legal representative; for other representatives authorized by the legal representative of such creditors, 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 authorized representatives authorized by the individual creditor, in addition to the aforementioned by the individual creditor, in addition to the ast original and copy of the valid identity document of the authorized representatives authorized by the individual creditor, in addition to the aforementioned by the individual creditor, in addition to the aforementioned by the original and copy of the valid identity document of the valid identity document; for other authorized representatives authorized by the individual creditor, 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; he has to bring along the original of the power of attorney and the original and copy of the valid identity document of the authorized representatives.

 By mail (postmark date as reporting date), please send the debt 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

2. By facsimile, please send the debt claims information to the following fax no.:Fax no.: 0597-3883997Note: Please mark "Debts declaration" on the cover pageTel no.: 0597-3833065

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.

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, Qiu Guanzhou, 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 March 2015, Fujian, the PRC

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