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## 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**

## Proposed Director's Candidate for the Fifth Term of the Board of Directors

Reference is made to the announcement of Zijin Mining Group Co., Ltd.\* (the "Company") dated 21 December 2015 in relation to the Company received a written resignation submitted by an independent director, Mr. Qiu Guanzhou. However, the resignation of Mr. Qiu Guanzhou will become effective after the Company's shareholders' general meeting elects a new independent non-executive director to fill in such vacancy. Mr. Qiu confirmed that he has no disagreement with the board of directors of the Company (the "Board") and there are no matters relating to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the shareholders of the Company.

Due to the fact that Mr. Qiu has submitted his resignation to the Board, the nomination and remuneration committee of the Board nominated Mr. Zhu Guang as an independent non-executive director candidate for the fifth term of the Board. The Board considered that the nomination of the candidate of director meets the qualifications and conditions of a director as set forth in the relevant laws, administrative regulations, departmental rules and regulations, regulatory documents, Guiding Opinions on the Establishment of Independent Director System in Listed Companies and the articles of association of the Company, the Board decided to submit the Proposal for Nomination of Director of the Company to the coming annual general meeting for consideration and approval.

Independent non-executive directors expressed the following independent opinions for the nomination of Mr. Zhu as an independent non-executive director candidate of the fifth term of the Board:

- According to the relevant provisions of the PRC Company Law and the articles of association of the Company, with the approval of the nomination and remuneration committee of the Board, Mr. Zhu is nominated as an independent non-executive director candidate for the fifth term of the Board. We unanimously agree that the above nomination procedures are in compliance with the provisions of the relevant laws, regulations and the articles of association of the Company.
- 2. According to the curriculum vitae (Appendix 1) and working experience of Mr. Zhu, there is no such

case as stated in section 146 of the PRC Company Law and in Article 136 of the articles of association of the Company that the candidate is prohibited by the China Securities Regulatory Commission from entering the market. All qualifications are in line with the relevant provisions of the PRC Company Law

and the articles of association of the Company.

3. The Board considers that the nomination of Mr. Zhu as a candidate of director conforms to the interests

of the shareholders as a whole, agrees with the nomination of the candidate of director from the

nomination and remuneration committee of the Board and will submit it to the Company's coming

annual general meeting for consideration and approval.

The proposed term of service of Mr. Zhu will be for the period from the date of the upcoming annual

general meeting to the expiry of the fifth term of the Board being 24 October 2016.

As at the date of this announcement, Mr. Zhu does not have any interest in the shares of the Company

within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong

Kong). Mr. Zhu does not have any relationship with any directors, senior management, substantial

shareholders or controlling shareholders of the Company. Save as disclosed herein, Mr. Zhu has not held

any directorship in other public companies the securities of which are listed on any securities markets in

Hong Kong or overseas in the last three years preceding the date of his appointment and does not hold any

other position with the Company or any member of the Company's group.

Save as disclosed herein, there is no other information related to Mr. Zhu's appointment that needs to be

disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of

Securities on the Stock Exchange and there are no other matters that need to be brought to the attention of

the shareholders of the Company.

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, Fang Qixue 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

Fujian, the PRC, 29 April 2016

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

2

## Appendix 1: Biographical details of Mr. Zhu Guang

Mr. Zhu Guang (朱光), male, aged 59, Chinese, was born in 1957 with Heilongjiang ancestry. He is a member of the Chinese Communist Party. He graduated from the University of International Business and Economics in 1987 and obtained a Master degree in International Economy; in 2003, he was granted a Doctoral degree in Economics by the Central University of Finance and Economics. He currently serves as the vice-chairman of HOPU Jinghua (Beijing) Investment Consultancy Co., Ltd. ("HOPU Investment"). At the same time, he is a visiting professor of the Central South University and the Central University of Finance and Economics.

Mr. Zhu joined China Minmetals Corporation since 1987. He served as the general manager of Minmetals Trading Co., Ltd. in 1994 to oversee the businesses of iron and steel raw materials (iron ores, scrap steel, scrap vessel businesses) and iron and steel products; in 1995, he served as the general manager of Minmetals International Non-ferrous Metals Co., Ltd.; in 1999, he served as the senior vice-president and Party Member of China Minmetals Corporation to oversee the non-ferrous metals business segment. From 2009 to the present, he has been working with HOPU Investment and has been serving as the president of Longming iron mine on behalf of HOPU Investment.

Previously, Mr. Zhu has also held a number of other positions namely the vice-chairman of Xiamen Tungsten Co., Ltd., vice-president of China Tungsten Industry Association, chairman of International Tungsten Industry Association, and the chairman of Jiangxi Tungsten Industry Group Co. Ltd., China United Copper Co., Ltd., Minmetals Aluminium Company Limited and Sherwin Alumina L.P. of the United States, respectively, and vice-chairman of Guangxi Huayin Aluminium Co., Ltd., etc.