Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.



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 in relation to the Approval Granted by the SASAC of Fujian Province for the Proposal on the Non-public Issuance of A Shares in 2016

Recently, Zijin Mining Group Co., Ltd.* (the "Company") has received the "Approval in respect of the Non-public Issuance of A Shares of Zijin Mining Group Co., Ltd.* in 2016" (Minguozi Yunying [2016] No.176) issued by the State-owned Assets Supervision and Administration Commission of Fujian Provincial People's Government (the "SASAC of Fujian Province"). Main details of such approval are as follows:

- 1. In principle, it is approved that the Company non-publicly issues A shares to not more than ten specific investors who meet the requirements of the laws and regulations. The number of A shares to be issued shall not exceed 1,584,158,415 shares (1,584,158,415 shares inclusive) (the "Non-public Issuance"). Specific number and price of the A shares to be issued, and the use of proceeds raised under the Non-public Issuance are subject to the final proposal as approved by the China Securities Regulatory Commission ("CSRC").
- 2. In principle, it is approved that Minxi Xinghang State-owned Assets Investment Company Limited ("Minxi Xinghang"), the controlling shareholder of the Company, and Phase 1 of the Employee Stock Ownership Scheme of the Company subscribe the A shares under the Non-public Issuance in cash, and they shall subscribe at the same price as other specific investors, which is determined by price inquiry process. Among which, the amount to be subscribed by Minxi Xinghang and Phase 1 of the Employee Stock Ownership Scheme of the Company are RMB900 million and RMB401.7 million respectively.

The implementation of the proposal on the Non-public Issuance of the Company is subject to consideration and approval at the shareholders' general meetings of the Company and the approval of the CSRC. The Company will, in strict accordance with the stipulations and requirements of the laws and regulations relevant to non-public issuance of A shares of listed companies, fulfill its information disclosure obligation based on the progress of the aforesaid matters in a timely manner.

This announcement is made 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, Fang Qixue and Lin Hongfu as executive directors, Mister. Li Jian as non-executive director, and Messrs. Lu Shihua, Ding Shida, Zhu Guang, 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, 16 August 2016

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