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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)

Notice of the Third Extraordinary General Meeting in 2016

NOTICE IS HEREBY GIVEN THAT the third extraordinary general meeting in 2016 (the "EGM") of Zijin Mining Group Co., Ltd.* (the "Company") will be held at 9 a.m. on Friday, 30 December 2016, at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Fujian Province, the People's Republic of China (the "PRC") to consider, approve and authorise the following matters:

SPECIAL RESOLUTIONS

1. To consider and approve absorptions and mergers of wholly-owned subsidiaries;
2. to consider and approve the change of the business scope of the Company and amendments to the articles of association of the Company;

ORDINARY RESOLUTIONS

3. to consider and approve the remuneration and assessment proposal of Directors and Supervisors of the sixth term;
4. to consider and approve the one-off use of personal option bonus remunerations by executive Directors and chairman of the Supervisory Committee for partial subscription under the employee stock ownership scheme;
5. to consider and approve amendments to the Administrative Measures of Connected Transactions of the Company;
6. to consider and approve election of non-independent Directors of the sixth term of the Board (by way of cumulative voting);
7. to consider and approve election of independent Directors of the sixth term of the Board (by way of cumulative voting); and

8. to consider and approve election of Supervisors of the sixth term of the Supervisory Committee (by way of cumulative voting).

By order of the Board of Directors
Zijin Mining Group Co., Ltd.*
Chen Jinghe
Chairman

Fujian, the PRC, 15 November 2016

Notes:

- (A) **The Company's register of H Shares members will be closed from 30 November 2016 (Wednesday) to 30 December 2016 (Friday) (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the H Share register of members on 30 December 2016 (Friday, being the record date) will be entitled to attend and vote at the EGM of the Company to be convened on 30 December 2016 (Friday) at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Fujian Province, the PRC. In order to be qualified for attending and voting at the EGM, all transfers of shares must be lodged with the Registrar of H Shares of the Company no later than 4:30 p.m. on 29 November 2016 (Tuesday).**

The address of the Hong Kong Registrar of H Shares is:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716,
17th Floor, Hopewell Centre,
183 Queen's Road East,
Wanchai,
Hong Kong

- (B) Holders of H Shares who intend to attend the EGM must complete and return the reply slip in writing to the Secretariat of the Board of Directors twenty days before the EGM, that is 9 December 2016 (Friday).

Details of the office of the Secretariat of the Board of Directors are as follows:

20/F., Block B, Haifu Centre,
599 Sishui Road, Huli District,
Xiamen City, Fujian Province,
People's Republic of China
Tel: (86)592-2933653
Fax: (86)592-2933580

- (C) Holders of H Shares who have the right to attend and vote at the EGM are entitled to appoint one or more proxies (whether or not a member) in writing to attend and vote on their behalf. For those shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of polls.
- (D) The instrument appointing a proxy must be in writing and signed by the appointer or his attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the appointer, an authorisation that authorises such signatory shall be notarised.
- (E) To be valid, the form of proxy (and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, then together with such power of attorney or other authority) must be deposited at the Registrar of H Shares of the Company - Computershare Hong Kong Investor Services Limited no later than 24 hours before the specified time for the holding of the EGM. The address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

- (F) If a proxy is appointed to attend the EGM on behalf of a shareholder, the proxy must indicate its identification document and the authorisation instrument with the date of issue and duly signed by the proxy and its legal representative, and in the case of legal representative of legal person shareholders, such legal representative must show its own identification document and valid document to identify its identity as legal representative. If a legal person shareholder appoints a company's representative other than its legal representative to attend the EGM, such representative must show its own identification document and the authorisation instrument bearing the company chop of the legal person shareholder and duly signed by its legal representative.

- (G) The EGM is expected to last for a half day, and shareholders attending the EGM will be responsible for their own travelling and accommodation expenses.

EXPECTED TIMETABLE

(Note)

Latest time for lodging transfer of shares	29 November 2016 (Tuesday) 4:30 p.m.
Book closure period (both days inclusive)	30 November 2016 (Wednesday) to 30 December 2016 (Friday)
Record date	30 December 2016 (Friday)
EGM	30 December 2016 (Friday)
Announcement on results of the EGM	30 December 2016 (Friday)
Register of members re-opens	3 January 2017 (Tuesday)

Note: All times refer to Hong Kong local times.

As at the date of this notice, 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, Mr. Li Jian as non-executive director, and Messrs. Lu Shihua, Ding Shida, Zhu Guang, and Sit Hoi Wah, Kenneth as independent non-executive directors.

** The English name of the Company is for identification purpose only*

Should there be any discrepancy, the Chinese text of this notice shall prevail over its English text.