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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 in relation to Cancellation of a Proposal for the Third Extraordinary General Meeting in 2016**

Reference is made to Notice of the Third Extraordinary General Meeting in 2016 dated 15 November 2016 (the "Notice") and Proxy Form for H Shares Shareholders for the Third Extraordinary General Meeting in 2016 (the "Proxy Form") of Zijin Mining Group Co., Ltd.\* (the "Company"). Capitalised terms used herein shall have the same meanings as defined in the Notice and the Proxy Form unless the context requires otherwise.

### **Explanation of the cancellation of the proposal**

#### 1. Name of the cancelled proposal

No.	Name of the proposal
1.	To consider and approve absorptions and mergers of wholly-owned subsidiaries

#### 2. Reason for the cancellation of the proposal

Due to the Company's adjustments to the original proposal in relation to absorptions and mergers of wholly-owned subsidiaries (the "Proposal"), it is not necessary to table the Proposal to the shareholders' general meeting for consideration. Pursuant to the articles of association of the Company and the Rules Governing the Procedures of the Shareholders' General Meeting of the Company, the board of directors of the Company decided to cancel the Proposal and it will not be tabled to the third extraordinary general meeting in 2016 for consideration.

Except the aforesaid cancellation of the Proposal, other contents of the Notice remain unchanged.

Proposal no. 1 "To consider and approve absorptions and mergers of wholly-owned subsidiaries" as set out in the Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company at the third extraordinary general meeting in 2016. For those shareholders who

have lodged the Proxy Form, the Proxy Form is still valid except that no poll will be taken or vote counted for proposal no. 1.

**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, 21 November 2016

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