

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.



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 on Trading of A Shares Subject to Trading Moratorium Issued under Non-public Issuance

Important information:

- The number of shares subject to trading moratorium which become eligible for trading this time is 1,071,922,187
- The first trading date of such shares is 7 June 2018

1. The type of shares subject to trading moratorium which become eligible for trading this time

On 9 May 2017, Zijin Mining Group Co., Ltd.* (the “Company”) received the Approval for Non-public Issuance of A Shares of Zijin Mining Group Co., Ltd.* (Zheng Jian Xu Ke [2017] No. 289) issued by the China Securities Regulatory Commission. Pursuant to the approval, the Company non-publicly issued 1,490,475,241 ordinary A Shares denominated in Renminbi to 8 specific investors. The registration of the additional A Shares issued under the non-public issuance and the relevant formalities for the shares subject to trading moratorium were completed at China Securities Depository and Clearing Corporation Limited (Shanghai Branch) on 7 June 2017.

Among the issuing objects under the non-public issuance, 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 Zijin Mining Group Co., Ltd.* (the “Employee Stock Ownership Scheme”) subscribed 418,553,054 shares in aggregate, which are not transferrable within 36 months from the date of listing; and the 1,071,922,187 shares in aggregate subscribed by other 6 specific investors, namely Huarong Ruitong Equity Investment Management Co., Ltd., China-Africa Development Fund Co., Ltd., CITIC Securities Co., Ltd., Ganlanmu Investment (Beijing) Company Limited, Industrial Securities Assets Management Co., Ltd. and Caitong Fund Management Co., Ltd., are not transferrable within 12 months from the date of listing.

The shares subject to trading moratorium which become eligible for trading this time are the 1,071,922,187

shares subject to trading moratorium subscribed by the abovementioned 6 specific investors under the non-public issuance (the “Eligible Shares”).

2. Change in the number of shares of the Company since the issuance of shares subject to trading moratorium

Upon the completion of the non-public issuance of A Shares of the Company, the Company’s total number of shares increased from 21,540,743,650 to 23,031,218,891, among which 21,540,743,650 shares are not subject to trading moratorium while 1,490,475,241 shares are subject to trading moratorium. Since the issuance of the shares subject to trading moratorium, the Company has not carried out any share placement or conversion of capital reserve into share capital, etc., and there is no change in the number of shares.

3. Undertakings related to trading of the Eligible Shares

Pursuant to Administrative Measures for the Issuance of Securities by Listed Companies, Specific Rules for Implementation of the Non-public Issuance of Shares by Listed Companies and other relevant regulations, each of Huarong Ruitong Equity Investment Management Co., Ltd., China-Africa Development Fund Co., Ltd., CITIC Securities Co., Ltd., Ganlanmu Investment (Beijing) Company Limited, Industrial Securities Assets Management Co., Ltd. and Caitong Fund Management Co., Ltd. undertook not to transfer the Company’s shares subscribed under the non-public issuance within 12 months from the date of listing of such shares.

Until the date of this announcement, the abovementioned issuing objects had strictly complied with the above undertakings and the relevant regulations. There was no non-compliance with the undertakings which affected the trading of the Eligible Shares.

4. Verification opinion of intermediate institution

Upon verification, Essence Securities Co., Ltd. (“Essence Securities”), the sponsor, considers that the lifting of trading moratorium and trading of the Eligible Shares are in compliance with the provisions of the Company Law of the People’s Republic of China, the Securities Law of the People’s Republic of China, Rules Governing the Listing of Stocks on Shanghai Stock Exchange and other laws, rules and regulatory documents; the quantity of the Eligible Shares and the time of trading conform to the requirements of the relevant laws and regulations; and all holders of the Eligible Shares have strictly complied with their undertakings in respect of the lock-up arrangement for the shares under the non-public issuance. The information disclosed by the Company in relation to the lifting of trading moratorium and trading of the Eligible Shares is truthful, accurate and complete. Essence Securities has no disagreement with regard to matters concerning the lifting of trading moratorium and trading of the Eligible Shares.

5. Details of trading of the Eligible Shares

The number of the Eligible Shares is 1,071,922,187;

The first trading date of the Eligible Shares is 7 June 2018;

Details of the Eligible Shares:

No.	Subscriber	Number of shares held which are subject to trading moratorium (shares)	Percentage to the total issued shares of the Company (%)	Number of the Eligible Shares (shares)	Balance of shares held which are subject to trading moratorium (shares)
1	Huarong Ruitong Equity Investment Management Co., Ltd.	160,771,704	0.70	160,771,704	0
2	China-Africa Development Fund Co., Ltd.	321,543,408	1.40	321,543,408	0
3	CITIC Securities Co., Ltd.	182,636,655	0.79	182,636,655	0
4	Ganlanmu Investment (Beijing) Company Limited	134,019,292	0.58	134,019,292	0
5	Industrial Securities Assets Management Co., Ltd.	144,694,533	0.63	144,694,533	0
6	Caitong Fund Management Co., Ltd.	128,256,595	0.56	128,256,595	0
Total		1,071,922,187	4.66	1,071,922,187	0

6. Change in the structure of share capital

		Before trading of the Eligible Shares	Movement	After trading of the Eligible Shares
Shares subject to trading moratorium	Shareholding of state-owned entities	905,723,471	-616,334,404	289,389,067
	Others	584,751,770	-455,587,783	129,163,987
	Total number of shares subject to trading moratorium	1,490,475,241	-1,071,922,187	418,553,054
Shares not subject to trading moratorium	A Shares	15,803,803,650	1,071,922,187	16,875,725,837
	H Shares	5,736,940,000	-	5,736,940,000
	Total number of shares not subject to	21,540,743,650	1,071,922,187	22,612,665,837

	trading moratorium			
Total number of shares		23,031,218,891	0	23,031,218,891

This announcement is made by the Company 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), Lan Fusheng, Zou Laichang, Lin Hongfu, Fang Qixue, and Ms. Lin Hongying as executive directors, Mister. Li Jian as non-executive director, and Messrs. Lu Shihua, Zhu Guang, Sit Hoi Wah, Kenneth, and Cai Meifeng as independent non-executive directors.

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

Fujian, the PRC, 30 May 2018

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