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JINCHUAN金川

JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD

金川集團國際資源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2362)

**VOLUNTARY ANNOUNCEMENT
STRATEGIC COOPERATION FRAMEWORK AGREEMENT**

This is a voluntary announcement made by Jinchuan Group International Resources Co. Ltd (the “**Company**”, together with its subsidiaries, the “**Group**”).

STRATEGIC COOPERATION FRAMEWORK AGREEMENT

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 16 August 2018, Ruashi Mining SAS (“**Ruashi SAS**”) (an indirect non-wholly owned subsidiary of the Company) entered into a strategic cooperation framework agreement (the “**Strategic Cooperation Framework Agreement**”) with Chengtun Mining Group Co., Ltd* (盛屯礦業集團股份有限公司) (“**Chengtun Mining**”) pursuant to which and subject to the terms of any definitive agreement(s), Chengtun Mining intended to purchase and Ruashi SAS intended to sell the oxide ore emanating from the Dilala West ore body (the “**Dilala West ore body**”) in the Musonoi Project (the “**Musonoi Project**”), a greenfield copper and cobalt project owned by Ruashi SAS and situated in Kolwezi, the Democratic Republic of the Congo.

To the best of the Board’s knowledge, information and belief, and having made all reasonable enquiries, Chengtun Mining and its ultimate beneficial owners are all third parties independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

REASON FOR AND BENEFIT OF ENTERING INTO THE STRATEGIC COOPERATION FRAMEWORK AGREEMENT

Musonoi Project is one of the core assets of the Group. The strategic plan of the Group in Musonoi Project is to seize the favorable market opportunity of the good price of copper and cobalt, push forward the development and construction of the Musonoi Project, transform the resource advantage into economic advantage as soon as possible, and create more value for shareholders of the Company.

The preliminary exploration of the Dilala West ore body indicates that the Dilala West ore body contains a considerable amount of medium-grade and low-grade oxide copper ore and cobalt ore. The existing smelter of Ruashi SAS, which directly holds the Musonoi Project, locates at a distance that it is not economical to transport the medium and low grade ore from Musonoi Project to the smelter for further processing. Selling oxide ore directly to Chengtun Mining at site provides the Group with an opportunity to achieve a maximum valuation of Dilala West ore body.

Chengtun Mining is a subsidiary of the Shenzhen Chengtun Group Co., Ltd and is listed on the Shanghai Stock Exchange since 1996. In 2007, Chengtun Mining has successfully achieved a strategic transformation to the non-ferrous metals industry. At present, it is principally engaged in cobalt material business, non-ferrous metal mining and metal industry chain services. Chengtun Mining is constructing a smelter located close to the Group's Musonoi Project and will need to purchase ore from nearby mines in the Democratic Republic of Congo. The smelter is expected to start operation by the end of 2018.

The Company would like to seize such opportunity to build a long-term cooperative relationship with Chengtun Mining. It is expected that Ruashi SAS could lower its initial stage capital requirement on the development of the remaining part of Musonoi Project and lay the fundamental for the forthcoming development of the Musonoi Project.

The Board wishes to emphasize that the Strategic Cooperation Framework Agreement merely provides a framework of cooperation between Ruashi SAS and Chengtun Mining. The terms of cooperation contemplated under the Strategic Cooperation Framework Agreement are subject to the terms of any definitive agreement(s) which Ruashi SAS and Chengtun Mining may subsequently enter into from time to time.

Please note that further announcement(s) in respect of the proposed cooperation under the Strategic Cooperation Framework Agreement will be made by the Company as and when required in accordance with the Listing Rules. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By the order of the Board
Jinchuan Group International Resources Co. Ltd
Gao Tianpeng
Executive Director

Hong Kong, 16 August 2018

As at the date of this announcement, the Board consists of two executive Directors, namely Mr. Gao Tianpeng and Mr. Qiao Fugui; three non-executive Directors, namely Mr. Chen Dexin, Mr. Zhang Youda and Mr. Zeng Weibing; and three independent non-executive Directors, namely Mr. Wu Chi Keung, Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok.

* *For identification purposes only*