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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)

Resolutions Passed at the First Extraordinary General Meeting in 2019, the First A Shareholders' Class Meeting in 2019 and the First H Shareholders' Class Meeting in 2019

The Board is pleased to announce that all the resolutions proposed to be approved at the First Extraordinary General Meeting in 2019, the First A Shareholders' Class Meeting in 2019 and the First H Shareholders' Class Meeting in 2019 were duly approved by the shareholders attending the First Extraordinary General Meeting in 2019, the First A Shareholders' Class Meeting in 2019 and the First H Shareholders' Class Meeting in 2019.

References are made to the notices of the First Extraordinary General Meeting in 2019 and the First H Shareholders' Class Meeting in 2019 dated 26 February 2019 and the circular dated 28 March 2019 of Zijin Mining Group Co., Ltd.* (the "Company"). At the First Extraordinary General Meeting in 2019 (the "EGM"), the First A Shareholders' Class Meeting in 2019 (the "A Shareholders' Class Meeting") and the First H Shareholders' Class Meeting in 2019 (the "H Shareholders' Class Meeting") of the Company held at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Longyan City, Fujian Province, the People's Republic of China (the "PRC") on 12 April 2019 at 9 a.m., 11 a.m. and 11:30 a.m. respectively, the following resolutions voted by poll in accordance with the Company's articles of association (the "Articles of Association") were duly approved by the shareholders attending the EGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting, and the board of directors of the Company (the "Board") is pleased to announce the poll results of the resolutions as follows:

EGM

	Resolutions	No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
1.	Ordinary Resolution: "To	8,788,079,121	18,532,174	1,105,784	8,807,717,079

	consider and approve the satisfaction of the conditions for the public issuance of A Shares of the Company” was approved;	(99.777037%)	(0.210408%)	(0.012555%)	(100%)
2.	Special Resolution: “To consider and approve the Proposal on the Public Issuance of A Shares of the Company for the year 2018 (revised version)” (the following resolutions to be voted item by item) was approved;				
2.01	Class of the shares to be issued was approved;	8,627,389,217 (97.952615%)	179,222,078 (2.034830%)	1,105,784 (0.012555%)	8,807,717,079 (100%)
2.02	Nominal value of the shares to be issued was approved;	8,627,389,217 (97.952615%)	179,222,078 (2.034830%)	1,105,784 (0.012555%)	8,807,717,079 (100%)
2.03	Number of shares to be issued was approved;	8,626,877,717 (97.946808%)	179,371,078 (2.036522%)	1,468,284 (0.016670%)	8,807,717,079 (100%)
2.04	Amount of proceeds to be raised and the project to be invested by the proceeds raised were approved;	8,627,389,217 (97.952615%)	179,220,378 (2.034811%)	1,107,484 (0.012574%)	8,807,717,079 (100%)
2.05	Methods of issuance were approved;	8,627,389,217 (97.952615%)	179,222,078 (2.034830%)	1,105,784 (0.012555%)	8,807,717,079 (100%)
2.06	Issuing objects and methods of subscription were approved;	8,627,388,417 (97.952606%)	179,220,378 (2.034811%)	1,108,284 (0.012583%)	8,807,717,079 (100%)
2.07	Subscription arrangement for the existing A Shareholders was approved;	8,628,419,217 (97.964309%)	178,199,478 (2.023220%)	1,098,384 (0.012471%)	8,807,717,079 (100%)
2.08	Pricing principles and issuance price were approved;	8,627,314,817 (97.951770%)	179,302,178 (2.035740%)	1,100,084 (0.012490%)	8,807,717,079 (100%)
2.09	Time of issuance was approved;	8,627,396,417 (97.952697%)	179,212,378 (2.034720%)	1,108,284 (0.012583%)	8,807,717,079 (100%)
2.10	Place of listing was	8,627,687,917	178,920,878	1,108,284	8,807,717,079

	approved;	(97.956007%)	(2.031410%)	(0.012583%)	(100%)
2.11	Lock-up period of the issued A Shares was approved;	8,627,103,817 (97.949375%)	179,194,478 (2.034517%)	1,418,784 (0.016108%)	8,807,717,079 (100%)
2.12	Arrangement of the accumulated distributable profits before the public issuance of A Shares was approved;	8,627,455,417 (97.953367%)	179,144,478 (2.033949%)	1,117,184 (0.012684%)	8,807,717,079 (100%)
2.13	Effective period of the resolutions was approved;	8,627,396,417 (97.952697%)	179,204,178 (2.034627%)	1,116,484 (0.012676%)	8,807,717,079 (100%)
3.	Special Resolution: “To consider and approve the Plan for the Public Issuance of A Shares of the Company for the year 2018 (revised version)” was approved;	8,627,316,917 (97.951794%)	179,136,278 (2.033856%)	1,263,884 (0.014350%)	8,807,717,079 (100%)
4.	Ordinary Resolution: “To consider and approve the Feasibility Report on the Use of Proceeds Raised in the Public Issuance of A Shares of the Company (revised version)” was approved;	8,627,316,917 (97.951794%)	179,033,478 (2.032689%)	1,366,684 (0.015517%)	8,807,717,079 (100%)
5.	Ordinary Resolution: “To consider and approve the Specific Report on the Use of Proceeds Previously Raised” was approved;	8,788,204,421 (99.778460%)	18,144,274 (0.206004%)	1,368,384 (0.015536%)	8,807,717,079 (100%)
6.	Ordinary Resolution: “To consider and approve the Recovery Measures and the Undertakings on the Dilutive Impact of the Public Issuance of A Shares on Immediate Returns of the Company (revised version)” was approved;	8,627,397,917 (97.952714%)	179,054,478 (2.032927%)	1,264,684 (0.014359%)	8,807,717,079 (100%)
7.	Special Resolution: “To	8,790,707,521	15,742,474	1,267,084	8,807,717,079

	consider and approve the Profit Distribution and Return Plan for the Next Three Years (Year 2018-2020) of the Company” was approved;	(99.806879%)	(0.178735%)	(0.014386%)	(100%)
8.	Special Resolution: “To consider and approve the possible connected transactions of subscription of A Shares under the public issuance by the controlling shareholder, directors and supervisors of the Company and/or the directors under Phase 1 of the Employee Stock Ownership Scheme of the Company” was approved;	2,554,442,010 (93.421255%)	178,386,578 (6.523968%)	1,497,784 (0.054777%)	2,734,326,372 (100%)
9.	Special Resolution: “To consider and approve the authorisation to the board of directors of the Company or its authorised persons to handle all the matters relating to the public issuance of A Shares of the Company” was approved; and	8,627,397,117 (97.952705%)	179,056,078 (2.032945%)	1,263,884 (0.014350%)	8,807,717,079 (100%)
10.	Ordinary Resolution: “To consider and approve Zhuoxin Investments’ purchase of gold and silver bullion from BNL, which constitutes a continuing connected transaction” was approved.	8,790,041,021 (99.802722%)	15,881,574 (0.180321%)	1,493,484 (0.016957%)	8,807,416,079 (100%)

The above resolution nos. 2, 3, 7, 8 and 9 were passed as special resolutions and resolution nos. 1, 4, 5, 6, and 10 were passed as ordinary resolutions.

As at the date of the EGM, the total number of issued shares of the Company is 23,031,218,891, comprising 17,294,278,891 domestic shares (A Shares) and 5,736,940,000 H shares listed on The Stock Exchange of Hong Kong Limited. Pursuant to the relevant laws and regulations, (i) Minxi Xinghang State-owned Assets Investment Company Limited (“Minxi Xinghang”, holding 5,960,742,247 A Shares of the Company as at the date of this announcement), the directors (the “Directors”) and the supervisors (the “Supervisors”) of the Company who have a connected relationship with the possible subscription of A Shares under the Public Issuance of A Shares by Minxi Xinghang and/or the possible subscriptions of A Shares under the Public Issuance of A Shares by the relevant Directors and Supervisors and/or the relevant Directors under the Employee Stock Ownership Scheme abstained from voting on resolution no. 8 at the EGM; and (ii) Mr. Fang Qixue, the connected Director, abstained from voting on resolution no. 10. Therefore, the total number of shares entitling the holders to attend and vote on (i) resolution no. 8; (ii) resolution no. 10; and (iii) other resolutions at the EGM is 16,949,818,184, 23,030,917,891 and 23,031,218,891 respectively. The total number of shares held by the shareholders or their proxy(ies) who have attended the EGM and are entitled to vote on (i) resolution no. 8; (ii) resolution no. 10; and (iii) other resolutions at the EGM is 2,734,326,372 shares, 8,807,416,079 shares and 8,807,717,079 shares respectively, representing approximately 11.872261%, 38.241207% and 38.242514% of the total issued shares respectively as at the date of this announcement. Save as disclosed above, there were no shares entitling the shareholders to attend the EGM but required under Rule 13.40 of the Listing Rules to abstain from voting in favour, and no shareholders were required to abstain from voting at the EGM pursuant to the relevant laws and regulations.

A Shareholders’ Class Meeting

Special resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
1.	The Proposal on the Public Issuance of A Shares of the Company for the year 2018 (revised version) (the following resolutions to be voted item by item) was approved;				
1.01	Class of the shares to be issued was approved;	6,845,764,019 (97.434896%)	179,222,078 (2.550846%)	1,001,784 (0.014258%)	7,025,987,881 (100%)
1.02	Nominal value of the shares	6,845,764,019	179,222,078	1,001,784	7,025,987,881

	to be issued was approved;	(97.434896%)	(2.550846%)	(0.014258%)	(100%)
1.03	Number of shares to be issued was approved;	6,845,252,519 (97.427616%)	179,371,078 (2.552966%)	1,364,284 (0.019418%)	7,025,987,881 (100%)
1.04	Amount of proceeds to be raised and the project to be invested by the proceeds raised were approved;	6,845,764,019 (97.434896%)	179,220,378 (2.550822%)	1,003,484 (0.014282%)	7,025,987,881 (100%)
1.05	Methods of issuance were approved;	6,845,764,019 (97.434896%)	179,222,078 (2.550846%)	1,001,784 (0.014258%)	7,025,987,881 (100%)
1.06	Issuing objects and methods of subscription were approved;	6,845,763,219 (97.434885%)	179,220,378 (2.550821%)	1,004,284 (0.014294%)	7,025,987,881 (100%)
1.07	Subscription arrangement for the existing A Shareholders was approved;	6,846,794,019 (97.449556%)	178,199,478 (2.536291%)	994,384 (0.014153%)	7,025,987,881 (100%)
1.08	Pricing principles and issuance price were approved;	6,845,689,619 (97.433838%)	179,302,178 (2.551985%)	996,084 (0.014177%)	7,025,987,881 (100%)
1.09	Time of issuance was approved;	6,845,771,219 (97.434999%)	179,212,378 (2.550707%)	1,004,284 (0.014294%)	7,025,987,881 (100%)
1.10	Place of listing was approved;	6,846,062,719 (97.439148%)	178,920,878 (2.546558%)	1,004,284 (0.014294%)	7,025,987,881 (100%)
1.11	Lock-up period of the issued A Shares was approved;	6,845,478,619 (97.430834%)	179,194,478 (2.550453%)	1,314,784 (0.018713%)	7,025,987,881 (100%)
1.12	Arrangement of the accumulated distributable profits before the public issuance of A Shares was approved;	6,845,830,219 (97.435839%)	179,144,478 (2.549740%)	1,013,184 (0.014421%)	7,025,987,881 (100%)
1.13	Effective period of the resolutions was approved;	6,845,771,219 (97.434999%)	179,204,178 (2.550590%)	1,012,484 (0.014411%)	7,025,987,881 (100%)
2.	The Plan for the Public Issuance of A Shares of the Company for the year 2018 (revised version) was approved; and	6,845,691,719 (97.433867%)	179,136,278 (2.549625%)	1,159,884 (0.016508%)	7,025,987,881 (100%)
3.	The authorisation to the board of directors of the	6,845,771,919 (97.435009%)	179,056,078 (2.548483%)	1,159,884 (0.016508%)	7,025,987,881 (100%)

	Company or its authorised persons to handle all the matters relating to the public issuance of A Shares of the Company was approved.				
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All of the above resolutions were passed as special resolutions.

As at the date of the A Shareholders' Class Meeting, the total number of issued domestic shares (A Shares) of the Company is 17,294,278,891. The total number of shares entitling the holders to attend and vote on the resolutions at the A Shareholders' Class Meeting is also 17,294,278,891. The total number of shares entitling the holders to attend and abstain from voting in favour of the resolutions at the A Shareholders' Class Meeting only is nil. No shareholders are required to abstain from voting at the A Shareholders' Class Meeting. The total number of shares held by the shareholders or their proxy(ies) who have attended the A Shareholders' Class Meeting and are entitled to vote is 7,025,987,881 shares, representing approximately 40.626082% of the total number of issued domestic shares (A Shares) as at the date of this announcement.

H Shareholders' Class Meeting

Special resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
1.	The Proposal on the Public Issuance of A Shares of the Company for the year 2018 (revised version) (the following resolutions to be voted item by item) was approved;				
1.01	Class of the shares to be issued was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.02	Nominal value of the shares to be issued was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.03	Number of shares to be issued was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.04	Amount of proceeds to be raised and the project to be invested by the proceeds	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)

	raised were approved;				
1.05	Methods of issuance were approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.06	Issuing objects and methods of subscription were approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.07	Subscription arrangement for the existing A Shareholders was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.08	Pricing principles and issuance price were approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.09	Time of issuance was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.10	Place of listing was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.11	Lock-up period of the issued A Shares was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.12	Arrangement of the accumulated distributable profits before the public issuance of A Shares was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
1.13	Effective period of the resolutions was approved;	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
2.	The Plan for the Public Issuance of A Shares of the Company for the year 2018 (revised version) was approved; and	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)
3.	The authorisation to the board of directors of the Company or its authorised persons to handle all the matters relating to the public issuance of A Shares of the Company was approved.	1,825,492,936 (99.994303%)	0 (0%)	104,000 (0.005697%)	1,825,596,936 (100%)

All of the above resolutions were passed as special resolutions.

As at the date of the H Shareholders' Class Meeting, the total number of issued H Shares of the Company is 5,736,940,000, which are listed on The Stock Exchange of Hong Kong Limited. The total number of shares entitling the holders to attend and vote on the resolutions at the H Shareholders' Class Meeting is also 5,739,440,000. The total number of shares entitling the holders to attend and abstain from voting in favour of the resolutions at the H Shareholders' Class Meeting only is nil. No shareholders are required to abstain from voting at the H Shareholders' Class Meeting. The total number of shares held by the shareholders or their proxy(ies) who have attended the H Shareholders' Class Meeting and are entitled to vote is 1,825,596,936 shares, representing approximately 31.821789% of the total number of issued H Shares as at the date of this announcement.

The EGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting were duly convened and conducted in compliance with the requirements of the relevant laws and regulations of the PRC and the Articles of Association, and the poll results are lawful and valid.

Computershare Hong Kong Investor Services Limited, the registrar of H Shares of the Company, has acted as the scrutineer for the vote-taking at the EGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting.

Investors and shareholders are advised by the board of directors to exercise caution when dealing in the securities 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, 12 April 2019

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