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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 Listing of A Shares Issued under the Public Issuance of A Shares**

References are made to the Company's announcements dated 1 January 2019, 25 February 2019 and 12 November 2019 and circular dated 28 March 2019 in relation to the proposed public issuance of A Shares of Zijin Mining Group Co., Ltd.\* (the "Company", "Issuer" or "Zijin Mining").

Pursuant to the Approval for Public Issuance of A Shares of Zijin Mining Group Co., Ltd.\* (Zhengjian Xuke [2019] No. 1942) issued by the China Securities Regulatory Commission, the Company publicly issued 2,346,041,055 A Shares on 15 November 2019. The issuance price is RMB3.41 per A Share and the gross proceeds raised is RMB7,999,999,997.55 (including issuance expenses) (the "Issuance" or "Public Issuance").

Under the approval of the Shanghai Stock Exchange, the 2,346,041,055 A Shares issued in the Issuance will be listed on the Shanghai Stock Exchange on 29 November 2019, all of which are shares not subject to trading moratorium and lock-up arrangement.

The Company issued "Summary of 2018 A Shares Public Issuance Prospectus of Zijin Mining Group Co., Ltd.\*" on the Securities Times on 13 November 2019. The full version of "2018 A Shares Public Issuance Prospectus of Zijin Mining Group Co., Ltd.\*" can be accessed on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>).

Information relating to the listing of the A Shares issued under the Issuance is as follow:

1. Place of listing: Shanghai Stock Exchange
2. Time of listing: 29 November 2019
3. Stock abbreviation: Zijin Mining
4. Stock code: 601899
5. Total number of shares after completion of the Issuance: 25,377,259,946

6. Increase in number of shares under the Issuance: 2,346,041,055
7. Commitment of lock-up arrangement of the A Shares to be issued under the Issuance made by the shareholders before the Issuance: Nil
8. Number of shares issued under the Issuance not subject to trading moratorium and lock-up arrangement: 2,346,041,055
9. Registration authority of the shares issued: China Securities Depository and Clearing Corporation Limited Shanghai Branch
10. Sponsor of the listing of the A Shares: Essence Securities Co., Ltd.
11. Status of trading moratorium of the A Shares issued under the Issuance is as follow:

<b>Class</b>	<b>Number of shares issued</b>	<b>Proportion to the shares issued under the Issuance (%)</b>	<b>Status of trading moratorium</b>
<b>First offer to the original A Shareholders</b>			
Original A Shareholders not subject to trading moratorium	378,178,564	16.12	Not subject to trading moratorium
Original A Shareholders subject to trading moratorium	0	0	-
<b>Remaining number of A Shares after first offer to the original A Shareholders</b>			
Online subscription	374,629,000	15.97	Not subject to trading moratorium
Offline subscription	1,593,233,491	67.91	Not subject to trading moratorium
Remaining number of A Shares subscribed by the lead underwriter under standby underwriting	0	0	-
<b>Total</b>	<b>2,346,041,055</b>	<b>100.00</b>	<b>-</b>

Pursuant to article 47 of the Security Law of the People's Republic of China (the "PRC"), profits gained within 6 months after the Issuance from sales of the Company's A Shares of the directors, supervisors, senior management or shareholders holding more than 5% of the Company's shares who participated in the Public Issuance will belong to the Company. Changes in the shares held by the directors, supervisors and senior management of the Company shall be implemented pursuant to Certain Regulations on Reduction of Number of Shares Held by the Shareholders, Directors, Supervisors and Senior Management of Listed Company, Implementation Rules on Reduction of Shares Held by the Shareholders, Directors, Supervisors and Senior Management of Company Listed on the Shanghai Stock Exchange and the Rules on the Management of Shares Held by the Directors, Supervisors and Senior Management of Listed Companies and the Changes Thereof. There is no restriction mechanism for the upper and lower price fluctuation limit

on the first day the Company's A Shares issued under the Issuance are listed.

### Shareholdings of the directors, supervisors and senior management of the Company

Before and after the Issuance, the shareholdings of the directors, supervisors and senior management of the Company are as follows:

Name	Position	Number of shares held before the Issuance	Number of shares held after the Issuance
Chen Jinghe	Chairman	114,000,000 (including 12,000,000 H Shares)	124,050,000 (including 12,000,000 H Shares)
Lan Fusheng	Vice-chairman, president	7,530,510	7,730,510
Zou Laichang	Director, vice-president	1,430,000	1,623,050
Lin Hongfu	Director, vice-president	862,500	978,938
Fang Qixue	Director, vice-president	301,000	341,635
Lin Hongying	Director, vice-president, chief financial officer (concurrent)	200,000	227,000
Li Jian	Non-executive director	-	-
Lu Shihua	Independent non-executive director	-	-
Zhu Guang	Independent non-executive director	-	-
Sit Hoi Wah, Kenneth	Independent non-executive director	-	-
Cai Meifeng	Independent non-executive director	-	-
Lin Shuiqing	Chairman of the supervisory committee	300,000	300,000
Xu Qiang	Vice-chairman of the supervisory committee	-	-
Fan Wensheng	Supervisor	-	-
Liu Wenhong	Supervisor representing workers and staff	34,450 (including 10,000 H Shares)	36,450 (including 10,000 H Shares)
Lan Liying	Supervisor representing workers and staff	-	-
Xie Xionghui	Vice-president	-	149,000
Liu Qiang	Secretary to the Board	204,700	232,300
Guo Xianjian	Chief engineer	-	503,000

<b>Total</b>	<b>124,863,160</b>	<b>136,171,883</b>
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**The top shareholders and the actual controller of the Issuer**

**(I) The top shareholders of the Issuer**

After completion of the Issuance, top ten shareholders of A Shares and their shareholdings of the Company as at 25 November 2019 are as follows:

<b>Number</b>	<b>Name of shareholders</b>	<b>Number of shares held</b>	<b>Approximate proportion to the total number of A Shares (%)</b>	<b>Approximate proportion to the total number of shares (%)</b>
1	Minxi Xinghang State-owned Assets Investment Company Limited (閩西興杭國有資產投資經營有限公司)	6,083,517,704	30.97	23.97
2	China Securities Finance Corporation Limited (中國證券金融股份有限公司)	691,190,823	3.52	2.72
3	China-Africa Development Fund Co., Ltd. (中非發展基金有限公司)	574,195,789	2.92	2.26
4	Industrial Bank Company Limited - Xingquan Trend Investment Mixed Securities Investment Fund (興業銀行股份有限公司－興全趨勢投資混合型證券投資基金)	304,147,577	1.55	1.20
5	Xinhuadu - Guosen Securities - 17 Xinhuadu EB Guarantee and Trust Assets Special Account (新華都－國信證券－17 新華都 EB 擔保及信託財產專戶)	279,037,172	1.42	1.10
6	Perseverance Asset Management L.L.P. - Gaoyi Xiaofeng No. 2 Zhixin Fund (上海高毅資產管理合伙企業(有限合伙)－高毅曉峰 2 號致信基金)	275,772,145	1.40	1.09
7	National Social Security Fund 108 (全國社保基金一零八組合)	263,676,896	1.34	1.04
8	CITIC Trust Co., Ltd. - CITIC Trust Ruijin Phase 43 Gaoyi Xiaofeng Investment Pooled Fund Trust Scheme (中信信託有限責任公司－中信信託銳進 43 期高毅曉峰投資集合資金信託計劃)	258,665,589	1.32	1.02
9	Hong Kong Securities Clearing Company	200,726,081	1.02	0.79

	Limited			
10	Central Huijin Asset Management Ltd. (中央匯金資產管理有限責任公司)	191,694,700	0.98	0.76
<b>Total</b>		<b>9,122,624,476</b>	<b>46.45</b>	<b>35.95</b>

## (II) The actual controller of the Issuer

The substantial shareholder and the actual controller of the Company is Minxi Xinghang State-owned Assets Investment Company Limited (“Minxi Xinghang”). After completion of the Issuance, Minxi Xinghang holds 6,083,517,704 shares of the Company on 25 November 2019, representing for approximately 23.97% of the Company’s total number of shares.

## Changes in the Company’s share structure after completion of the Issuance

Shareholding structure of the Company before and after the Issuance is as follow:

Type of shares	Before the Issuance		After the Issuance	
	Number of shares	Proportion (%)	Number of shares	Proportion (%)
<b>I. Shares subject to trading moratorium</b>	<b>418,553,054</b>	<b>1.82</b>	<b>418,553,054</b>	<b>1.65</b>
1. Shares held by state-owned legal persons	289,389,067	1.26	289,389,067	1.14
2. Shares held by other domestic shareholders	129,163,987	0.56	129,163,987	0.51
Including: shares held by domestic non-state owned legal persons	129,163,987	0.56	129,163,987	0.51
Shares held by domestic natural persons	-	-	-	-
<b>II. Shares not subject to trading moratorium</b>	<b>22,612,665,837</b>	<b>98.18</b>	<b>24,958,706,892</b>	<b>98.35</b>
1. Renminbi-denominated ordinary shares	16,875,725,837	73.27	19,221,766,892	75.74
2. Overseas-listed foreign invested shares	5,736,940,000	24.91	5,736,940,000	22.61
<b>III. Total number of ordinary shares</b>	<b>23,031,218,891</b>	<b>100.00</b>	<b>25,377,259,946</b>	<b>100.00</b>

This announcement is written in both Chinese and English. In the case of any discrepancies, the Chinese version shall prevail over its English version.

Investors and shareholders are advised by the Board 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*

25 November 2019, Fujian, the PRC

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