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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 Third Extraordinary General Meeting in 2020 and the Third A Shareholders' Class Meeting in 2020

The Board is pleased to announce that all the resolutions proposed to be approved at the Third Extraordinary General Meeting in 2020 and the Third A Shareholders' Class Meeting in 2020 were duly approved by the Shareholders attending the Third Extraordinary General Meeting in 2020 and the Third A Shareholders' Class Meeting in 2020, respectively.

Implementation of the matters relating to special resolutions no. 1 to 3 of the Third Extraordinary General Meeting in 2020 and the Third A Shareholders' Class Meeting in 2020 is subject to the approval of the H Shareholders attending the postponed Third H Shareholders' Class Meeting in 2020 on 11 January 2021 (Monday).

References are made to the Notices of the Third Extraordinary General Meeting in 2020 and the Third H Shareholders' Class Meeting in 2020 and the circular (the "Circular") dated 11 December 2020 of Zijin Mining Group Co., Ltd.* (the "Company"). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless the context herein requires otherwise.

At the third extraordinary general meeting in 2020 (the "EGM") and the third A Shareholders' class meeting in 2020 (the "A Shareholders' Class Meeting") of the Company held at 9 a.m. and 10 a.m. on Tuesday, 29 December 2020 respectively at the conference room at 41/F., Tower B, Zhonghang Zijin Plaza, No. 1811 Huandao Road East, Siming District, Xiamen City, Fujian Province, the People's Republic of China (the "PRC"), 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 of the Company (the "Shareholders") attending the EGM and the A Shareholders' Class Meeting. The board of directors of the Company (the "Board") is pleased to announce the poll results of the resolutions in the respective meetings as follows:

EGM

Special resolutions		Number of valid votes For (% of total number of valid votes cast)	Number of valid votes Against (% of total number of valid votes cast)	Number of valid votes Abstain (% of total number of valid votes cast)	Total number of valid votes
1.	The proposal in relation to the Restricted A Share Incentive Scheme for 2020 (Revised Draft) and its summary of the Company was approved;	9,896,624,830 (92.429444%)	810,582,523 (7.570429%)	13,600 (0.000127%)	10,707,220,953 (100%)
2.	The proposal in relation to the Administrative Measures for Implementation of Appraisal for the Restricted A Share Incentive Scheme for 2020 of the Company was approved;	9,923,148,530 (92.677162%)	784,058,823 (7.322711%)	13,600 (0.000127%)	10,707,220,953 (100%)
3.	The proposal in relation to authorisation to the board of directors to handle all the matters relating to the Restricted A Share Incentive Scheme for 2020 of the Company was approved;	9,923,148,530 (92.677162%)	784,058,823 (7.322711%)	13,600 (0.000127%)	10,707,220,953 (100%)
Ordinary resolutions					
4.	The proposal in relation to amendment to the remuneration and assessment proposal of directors and supervisors of the seventh term was approved;	10,776,079,823 (99.961043%)	4,012,028 (0.037217%)	187,600 (0.001740%)	10,780,279,451 (100%)
5.	The proposal in relation to supplementarily elect Mr. Bo Shaochuan (薄少川先生) as an independent non-executive director of the seventh term of the board of directors of the Company and authorise the board of directors of the	10,767,789,682 (99.885977%)	12,278,169 (0.113897%)	13,600 (0.000126%)	10,780,081,451 (100%)

	Company to enter into service contract and/or appointment letter with the newly elected director subject to such terms and conditions as the board of directors shall think fit and to do all such acts and things and handle all other related matters as necessary was approved;				
6.	The proposal in relation to shelf offering of corporate bonds by the Company (the following resolutions to be voted item by item) was approved;				
6.01	Par value and size of the issuance were approved;	10,778,536,243 (99.983830%)	1,743,208 (0.016170%)	0 (0.000000%)	10,780,279,451 (100%)
6.02	Coupon rates or their determination methods were approved;	10,778,534,143 (99.983810%)	1,743,208 (0.016171%)	2,100 (0.000019%)	10,780,279,451 (100%)
6.03	Term and types of the bonds were approved;	10,778,536,243 (99.983830%)	1,743,208 (0.016170%)	0 (0.000000%)	10,780,279,451 (100%)
6.04	Use of proceeds was approved;	10,778,536,243 (99.983830%)	1,743,208 (0.016170%)	0 (0.000000%)	10,780,279,451 (100%)
6.05	Method of the issuance, targets of the issuance and placement to existing shareholders were approved;	10,778,536,243 (99.983830%)	1,743,208 (0.016170%)	0 (0.000000%)	10,780,279,451 (100%)
6.06	Guarantee arrangement was approved;	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)
6.07	Redemption or sell-back provisions were approved;	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)
6.08	Credit standing of the Company and safeguarding measures for repayment were approved;	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)
6.09	Underwriting was approved;	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)
6.10	Listing arrangement was approved;	10,778,536,243 (99.983830%)	1,743,208 (0.016170%)	0 (0.000000%)	10,780,279,451 (100%)

6.11	Validity period of the resolution was approved; and	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)
7.	The proposal in relation to authorisation to the board of directors or its authorised persons to handle the matters relating to shelf offering of corporate bonds was approved.	10,778,522,643 (99.983704%)	1,743,208 (0.016170%)	13,600 (0.000126%)	10,780,279,451 (100%)

The above resolutions no. 1 to 3 were passed as special resolutions and resolutions no. 4 to 7 were passed as ordinary resolutions.

As at the date of the EGM, the total number of issued shares of the Company (the “Shares”) was 25,377,259,946, comprising 19,640,319,946 domestic shares (A Shares) and 5,736,940,000 H Shares listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Pursuant to the relevant laws and regulations, the Participants under the First Grant (holding 101,088,539 Shares in total) and their respective Associates shall abstain from voting on resolutions no. 1 to 3 at the EGM. Therefore, the total numbers of Shares entitling the Shareholders to attend and vote on (i) resolutions no. 1 to 3 and (ii) other resolutions at the EGM were 25,276,171,407 and 25,377,259,946 respectively. The total numbers of Shares held by the Shareholders or their proxy(ies) who attended the EGM and were entitled to vote on (i) resolutions no. 1 to 3; (ii) other resolutions at the EGM were 10,707,220,953 and 10,780,279,451 respectively, representing approximately 42.192187% and 42.480076% of the total issued Shares as at the date of this announcement respectively. Save as disclosed above, to the best of the Directors’ knowledge, information and belief, there were no Shares entitling the Shareholders to attend the EGM but whom were required under Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (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		Number of valid votes For (% of total number of valid votes cast)	Number of valid votes Against (% of total number of valid votes cast)	Number of valid votes Abstain (% of total number of valid votes cast)	Total number of valid votes
1.	The proposal in relation to the Restricted A Share Incentive Scheme for 2020 (Revised Draft) and its summary of the	9,040,062,997 (98.438836%)	143,354,796 (1.561016%)	13,600 (0.000148%)	9,183,431,393 (100%)

	Company was approved;				
2.	The proposal in relation to the Administrative Measures for Implementation of Appraisal for the Restricted A Share Incentive Scheme for 2020 of the Company was approved; and	9,042,600,697 (98.466470%)	140,817,096 (1.533382%)	13,600 (0.000148%)	9,183,431,393 (100%)
3.	The proposal in relation to authorisation to the board of directors to handle all the matters relating to the Restricted A Share Incentive Scheme for 2020 of the Company was approved.	9,042,600,697 (98.466470%)	140,817,096 (1.533382%)	13,600 (0.000148%)	9,183,431,393 (100%)

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 was 19,640,319,946. Pursuant to the relevant laws and regulations, the Participants under the First Grant (holding 81,088,539 A Shares in total) and their respective Associates shall abstain from voting on resolutions no. 1 to 3 at the A Shareholders' Class Meeting. Therefore, the total number of A Shares entitling the A Shareholders to attend and vote on resolutions no. 1 to 3 was 19,559,231,407. The total number of A Shares held by the A Shareholders or their proxy(ies) who attended the A Shareholders' Class Meeting and were entitled to vote on resolutions no. 1 to 3 was 9,256,489,891 A Shares, representing approximately 47.130036% of the total issued A Shares as at the date of this announcement. Save as disclosed above, to the best of the Directors' knowledge, information and belief, there were no A Shares entitling the A Shareholders to attend the A Shareholders' Class Meeting but whom were required under Rule 13.40 of the Listing Rules to abstain from voting in favour, and no A Shareholders were required to abstain from voting at the A Shareholders' Class Meeting pursuant to the relevant laws and regulations.

The EGM and the A 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, acted as the scrutineer for the vote-taking at the EGM and the A Shareholders' Class Meeting.

Particulars of the newly appointed independent non-executive director, Mr. Bo Shao Chuan, have been set

out in Appendix 1 to this announcement.

Postponement of the Third H Shareholders' Class Meeting in 2020 (the "H Shareholders' Class Meeting")

The H Shareholders' Class Meeting which was originally scheduled to be held on 29 December 2020 (Tuesday) at 10:30 a.m. has been postponed to 11 January 2021 (Monday) at 9 a.m. Please refer to the announcement of the Company disclosed on the HKEXnews website (<http://www.hkexnews.hk>) on 29 December 2020 for more details.

Implementation of the matters relating to special resolutions no. 1 to 3 of the EGM and the A Shareholders' Class Meeting is subject to the approval of the H Shareholders attending the postponed H Shareholders' Class Meeting on 11 January 2021 (Monday).

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, Ms. Lin Hongying and Mister Xie Xionghui as executive directors, Mister Li Jian as non-executive director, and Messrs. Zhu Guang, Mao Jingwen, Li Changqing, He Fulong, Suen Man Tak and Bo Shao Chuan as independent non-executive directors.

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

29 December 2020, Fujian, the PRC

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

Appendix 1 Particulars of the newly appointed independent non-executive director, Mr. Bo Shao Chuan

Mr. Bo Shao Chuan (薄少川), male and a Canadian citizen, aged 55, was born in October 1965 in Tangshan, Hebei Province. Mr. Bo obtained a master's degree and is a senior engineer. He has more than 30 years of investment and practical experience in the mining, oil and gas industries. He once worked for PetroChina and then joined Ivanhoe Capital Corporation in 1996, at which he successively held management positions in (Canada) Ivanhoe Mines, Ivanhoe Energy, Jinshan Gold Mines and other joint ventures/cooperative companies of Ivanhoe Capital Corporation. He also served as the general manager for business development of Ivanhoe Capital Corporation, taking charge of the group's business, legal, joint venture and cooperation affairs. He was a former director and senior management personnel of several mining companies in Canada, Australia and Brazil, as well as a consultant of a number of mining, oil and gas companies at home and abroad. He is currently the president of Orix Biotech Limited. Mr. Bo is an independent director of Sinomine Resource Group Co., Ltd. (stock code: 002738), a company listed on the Shenzhen Stock Exchange, a member of the Shenzhen Court of International Arbitration (SCIA) Minerals and Energy Experts Committee and a member of the Mining Arbitration Expert Committee of the Beihai Arbitration Commission/Beihai Court of International Arbitration. He is the author of *Ins and Outs of International Mining*.

The term of service of Mr. Bo Shao Chuan commences from the date of the EGM to the expiry of the seventh term of the Board being 29 December 2022.

Save as disclosed above and as at the date of this announcement, Mr. Bo Shao Chuan has not held any directorship in other public companies listed on any securities markets in the PRC, Hong Kong or overseas in the last three years, does not hold any other position with the Group and is not related to any directors, supervisors, senior management personnel, substantial shareholder or controlling shareholder of the Company, or any of their respective associates as defined in the Listing Rules. As at the date of this announcement, Mr. Bo Shao Chuan does not have any interests or short positions in the Shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Mr. Bo Shao Chuan has not been penalised by the China Securities Regulatory Commission or other relevant departments and stock exchanges.

Save as disclosed above, the Board, to the best of its knowledge, is not aware of any other matters in relation to the appointment of Mr. Bo Shao Chuan that need to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters which need to be brought to the attention of the Shareholders.

The remuneration package of Mr. Bo Shao Chuan will be based on the amended Remuneration and Assessment Proposal of Directors and Supervisors of the Seventh Term (set out in Appendix 3 to the Circular) and its subsequent amendments (if any).

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