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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)**

## **Overseas Regulatory Announcement**

This announcement was published on the website of Shanghai Stock Exchange of the People's Republic of China by Zijin Mining Group Co., Ltd.\* (the "Company").

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

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*

13 January 2021, Fujian, the PRC

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

Stock code: 601899

Stock name: Zijin Mining

No.: Lin 2021-003

**Zijin Mining Group Co., Ltd.\***  
**Announcement in relation to the Resolution of the Extraordinary Meeting of the Seventh Term of the Board of Directors**

**The board of directors and all directors of the Company hereby warrant that there are no false representations or misleading statements contained in, or material omissions from this announcement, and jointly and severally accept responsibility for the authenticity, accuracy and completeness of the content herein.**

The first extraordinary meeting in 2021 of the seventh term of the board of directors (the “Board”) of Zijin Mining Group Co., Ltd.\* (the “Company”) was held by way of teleconference on 13 January 2021. All the 13 feedbacks from directors which should be received at the meeting have been received, among which 6 directors did not participate in the voting of the proposal considered at the meeting. The convention and holding of the meeting followed the relevant regulations of the Company Law of the People’s Republic of China and the articles of association of the Company. The voting result is lawful and valid, and the resolution is as below:

**I. The Proposal in relation to the First Grant of Restricted A Shares to the Participants under the Incentive Scheme was considered and approved**

In accordance with the relevant stipulations of the Measures for the Administration of Equity Incentives of Listed Companies and the Restricted A Share Incentive Scheme for 2020 (Revised Draft) of the Company and the authorisation of shareholders’ general meetings to the Board in respect of 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 passed at the third extraordinary general meeting in 2020, the third A Shareholders’ class meeting in 2020 and the third H Shareholders’ class meeting in 2020, the Board considers that the conditions of grant stipulated in the incentive scheme have been satisfied. The Board has determined the grant date to be 13 January 2021, and to grant 97,490,000 restricted A Shares to 697 participants at the grant price of RMB4.95 per A share.

The participants to whom the restricted A Shares will be granted are the personnel identified in the participant list that has been considered and approved at the shareholders’ general meetings of the Company. If any participant fails to pay on time during the implementation process, such participant will be deemed as giving up the participation in the restricted A Share incentive scheme, and the relevant adjustments will not be re-submitted to the Board for consideration.

Voting results: 7 For, 0 Against, and 0 Abstain. Chen Jinghe, Lan Fusheng, Zou Laichang, Lin Hongfu, Lin Hongying and Xie Xionghui, the directors who are also the participants of the incentive scheme are treated as connected directors, and therefore did not participate in the voting of the proposal.

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**Investors and shareholders are advised by the Board to exercise caution when dealing in the securities of the Company.**

Zijin Mining Group Co., Ltd.\*  
Board of directors  
14 January 2021

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