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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 Second Extraordinary General Meeting in 2019**

The Board is pleased to announce that all the resolutions proposed to be approved at the second extraordinary general meeting in 2019 were duly approved by the shareholders attending the second extraordinary general meeting in 2019.

References are made to the Notice of the Second Extraordinary General Meeting in 2019 dated 15 November 2019 and the circular dated 30 November 2019 of Zijin Mining Group Co., Ltd.\* (the “Company”). At the second extraordinary general meeting in 2019 (the “EGM”) of the Company held at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Fujian Province, the People’s Republic of China (the “PRC”) on 30 December 2019 at 9 a.m., 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, and the board of directors of the Company (the “Board”) is pleased to announce the poll results of the resolutions as follows:

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 amendments to the articles of association of the Company was approved;	9,388,696,958 (94.294871%)	568,044,937 (5.705129%)	0 (0%)	9,956,741,895 (100%)
2.	The proposal on amendments to the rules governing the procedures of the shareholders’ general meeting of the Company was approved;	9,504,808,500 (95.461031%)	451,933,395 (4.538969%)	0 (0%)	9,956,741,895 (100%)

<b>Ordinary resolutions</b>					
3.	The proposal in relation to the remuneration and assessment proposal of Directors and Supervisors of the seventh term was approved;	9,956,633,752 (99.998914%)	87,143 (0.000875%)	21,000 (0.000211%)	9,956,741,895 (100%)
4.	The proposal in relation to election of non-independent Directors of the seventh term of the Board of Directors of the Company (by way of cumulative voting) was approved;				
	Mr. Chen Jinghe (Executive Director)	9,618,526,321 (96.603150%)	608,341,672 (3.396850%)	0 (0%)	9,956,741,895 (100%)
	Mr. Lan Fusheng (Executive Director)	9,553,917,680 (95.954257%)	666,691,286 (4.045743%)	0 (0%)	9,956,741,895 (100%)
	Mr. Zou Laichang (Executive Director)	9,450,467,669 (94.915262%)	84,280,631 (5.084738%)	0 (0%)	9,956,741,895 (100%)
	Mr. Lin Hongfu (Executive Director)	9,450,467,670 (94.915262%)	84,280,631 (5.084738%)	0 (0%)	9,956,741,895 (100%)
	Ms. Lin Hongying (Executive Director)	9,450,467,671 (94.915262%)	84,280,631 (5.084738%)	0 (0%)	9,956,741,895 (100%)
	Mr. Xie Xionghui (Executive Director)	9,460,375,255 (95.014768%)	77,538,260 (4.985232%)	0 (0%)	9,956,741,895 (100%)
	Mr. Li Jian (Non-executive Director)	9,451,552,221 (94.926155%)	767,230,070 (5.073845%)	0 (0%)	9,956,741,895 (100%)
5.	The proposal in relation to election of independent Directors of the seventh term of the Board of Directors of the Company (by way of cumulative voting) was approved; and				
	Mr. Zhu Guang	9,826,009,924 (98.687001%)	9,312,371 (1.312999%)	0 (0%)	9,956,741,895 (100%)
	Mr. Mao Jingwen	9,836,841,509 (98.795787%)	1,656,000 (1.204213%)	0 (0%)	9,956,741,895 (100%)
	Mr. Li Changqing	9,836,841,510 (98.795787%)	1,656,000 (1.204213%)	0 (0%)	9,956,741,895 (100%)

	Mr. He Fulong	9,836,841,511 (98.795787%)	1,656,000 (1.204213%)	0 (0%)	9,956,741,895 (100%)
	Mr. Suen, Stephen Man Tak	9,836,842,192 (98.795794%)	1,656,000 (1.204206%)	0 (0%)	9,956,741,895 (100%)
6.	The proposal in relation to election of Supervisors of the seventh term of the Supervisory Committee of the Company (by way of cumulative voting) was approved.				
	Mr. Lin Shuiqing	9,835,903,506 (98.786366%)	2,420,000 (1.211886%)	174,000 (0.001748%)	9,956,741,895 (100%)
	Mr. Fan Wensheng	9,836,667,507 (98.794039%)	1,656,000 (1.204213%)	174,000 (0.001748%)	9,956,741,895 (100%)
	Mr. Xu Qiang	9,835,903,509 (98.786366%)	2,420,000 (1.211886%)	174,000 (0.001748%)	9,956,741,895 (100%)

The above resolutions no. 1 to 2 were passed as special resolutions and resolutions no. 3 to 6 were passed as ordinary resolutions. For the sake of clarity, the proposed amendments to Article 102 of the Articles of Association regarding the notice period to classified shareholders for holding a classified class meeting in resolution no. 1 above will only become effective subject to further approvals of the A Shareholders of the Company at the first A Shareholders' class meeting in 2020 and the H Shareholders of the Company at the first H Shareholders' class meeting in 2020 to be held on 4 February 2020. Except for the proposed amendments to Article 102, other proposed amendments to the Articles of Association in resolution no. 1 above have become effective.

As at the date of the EGM, the total number of issued shares of the Company is 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 total number of shares entitling the holders to attend and vote on the proposals at the EGM was also 25,377,259,946. The total number of shares entitling the holders to attend and abstain from voting in favour of the proposals at the EGM only was nil. No shareholders were required to abstain from voting at the EGM. The total number of shares held by the shareholders or their proxy(ies) who have attended the EGM and were entitled to vote was 9,956,741,895 shares, representing approximately 39.234897% of the total number of issued shares of the Company as at the date of this announcement.

The EGM was 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.

Particulars of the newly appointed directors and supervisors have been set out in Appendix 1 to this announcement. Each of Mr. Fang Qixue (executive director of the Company before the EGM) and Mr. Lu Shihua, Mr. Sit Hoi Wah, Kenneth, and Mr. Cai Meifeng (independent non-executive directors of the Company before the EGM) confirmed that each of them has no disagreement with the Board and there is nothing which needs to be brought to the attention of the shareholders of the Company in relation to their resignations.

The Board would like to express its appreciation to Mr. Fang Qixue, Mr. Lu Shihua, Mr. Sit Hoi Wah, Kenneth and Mr. Cai Meifeng for their valuable contributions to the Company during their tenure of services.

**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, 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 and Suen Man Tak as independent non-executive directors.

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

30 December 2019, Fujian, the PRC

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

## **Appendix 1 Particulars of the newly appointed directors and supervisors**

Biographical details of the newly appointed directors and supervisors are set out as follows:

### **EXECUTIVE DIRECTORS**

Mr. Chen Jinghe (陳景河), aged 62 and born in October 1957, graduated from Fuzhou University with a bachelor's degree in geology and obtained an EMBA degree from Xiamen University. He is a professor grade senior engineer, a specialist who enjoys special allowance from the State Council, a deputy to the tenth, eleventh, twelfth and thirteenth People's Congress of Fujian Province, the vice-president of China Mining Association, China Nonferrous Metals Industry Association and China Gold Association. He is the founder and core leader of the Company, and is also the main discoverer, researcher and exploration organiser of the Zijinshan gold and copper mine. He has been serving as the chairman of the Board since 2000 (in which, he concurrently served as the president of the Company from August 2006 to November 2009). He also serves as the head of the State Key Laboratory of Comprehensive Utilisation of Low-grade Refractory Gold Resources, and attained high level of accomplishments in mineral deposit exploration, evaluation and development planning, mining, processing, refining of minerals and corporate management. He obtained 1 State Science Progress First Class Award, 13 Provincial Special and First Class Awards as well as 14 patents.

Mr. Chen Jinghe currently serves as an independent director of Ivanhoe Mines Ltd., a company listed on the Toronto Stock Exchange (stock code: IVN).

Mr. Lan Fusheng (藍福生), aged 55 and born in April 1964, graduated from Fuzhou University with a bachelor's degree in geology and obtained an MBA degree from La Trobe University, Australia. He is an intermediate-level engineer. He joined the Company in 1994. From August 2000 to August 2006, he was appointed as a director and standing deputy general manager of the Company. He served as a vice-chairman of the Company from August 2006 to December 2016. He served as the vice-chairman and president of the Company from December 2016 to December 2019. He is currently a director and the vice-chairman of the Company.

Mr. Zou Laichang (鄒來昌), aged 51 and born in August 1968, graduated from Fujian Agriculture College with a bachelor's degree of engineering in chemistry for forestry and obtained an MBA degree from Xiamen University. He is a senior engineer. He joined the Company in March 1996, served as the Company's chief engineer from May 2003 to August 2006, served as a director and senior vice-president of the Company from August 2006 to November 2009 and served as a director and standing vice-president of the Company from November 2009 to October 2013. He served as a director and vice-president of the Company from October 2013 to December 2019. He is currently a director and president of the Company.

Mr. Lin Hongfu (林泓富), aged 45 and born in April 1974, graduated from Chongqing Steel College majoring in steel and iron alloy smelting, and obtained an EMBA degree from Tsinghua University. In August 1997, he joined the Company and has held the positions of plant manager of gold refinery plant, deputy chief of the Zijinshan gold mine, general manager and chairman of the board of directors of Bayannaer Zijin Non-ferrous Metals Company Limited, etc. He served as a vice-president of the Company from August 2006 to October 2013. He served as a director and vice-president of the Company from October 2013 to December 2019. He is currently a director and standing vice-president of the Company.

Ms. Lin Hongying (林紅英), aged 51 and born in October 1968, graduated from the China University of Geosciences. She is a senior certified public accountant. She joined the Company in 1993 and held the positions of chief accountant, deputy manager and manager of finance department and assistant financial controller, etc. She served as the financial controller of the Company from November 2009 to December 2016. She served as a director, vice-president and concurrently, the financial controller of the Company from December 2016 to December 2019. She is currently a director and vice-president of the Company.

Mr. Xie Xionghui (謝雄輝), aged 45 and born in October 1974, graduated from Huainan Industrial Institute majoring in geology and mineral resources exploration. He is a lawyer and a certified safety engineer with the qualification of registered consulting engineer (investment) and grade-one constructor. He joined the Company in 2001 and served as the geological technician, secretary to the chairman, deputy director of the Board's office and concurrently the legal advisor of the Company; deputy general manager of Hunchun Zijin Mining Co., Ltd.; general manager of Chongli Zijin Mining Co., Ltd.; standing deputy general manager of Heilongjiang Zijin Longxing Mining Co., Ltd.; general manager of Zijin Mining Group Northwest Company Limited; chairman of Zijin Mining Group Southern Co., Ltd. and general manager of mine administrative department of the Company. He served as a vice-president of the Company from December 2016 to December 2019. He is currently a director and vice-president of the Company.

## **NON-EXECUTIVE DIRECTOR**

Mr. Li Jian (李建), aged 43 and born in June 1976, is a resident of Shanghang County, Longyan City and a deputy to the fifth People's Congress of Longyan City. He currently serves as the chairman and general manager of Minxi Xinghang State-owned Assets Investment Company Limited (the controlling shareholder of the Company), and concurrently serves as the director of the Company from October 2013. He is also the chairman of Shanghang Xingcheng Guarantee Company Limited and director of Fujian Shanghang Rural Commercial Bank Company Limited.

Save as disclosed in this announcement and as at the date of this announcement, Mr. Chen Jinghe, Mr. Lan Fusheng, Mr. Zou Laichang, Mr. Lin Hongfu, Ms. Lin Hongying, Mr. Xie Xionghui and Mr. Li Jian

(collectively, the “Non-independent Directors”) have not held any directorship in other public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years, do not hold any other position with the Company and its subsidiaries (collectively, the “Group”) and are not related to any directors, supervisors, senior management, substantial shareholders or controlling shareholder of the Company.

Save as disclosed as follows, none of the Non-independent Directors has been penalised by the China Securities Regulatory Commission (the “CSRC”) or other relevant departments and stock exchanges:

The Company received the “Decision of Administrative Penalty” ([2012] No. 10) from the CSRC on 9 May 2012, for the Company’s failure to timely disclose the 7.3 waste water leakage incident of Zijinshan copper hydrometallurgical plant, in which the Company violated Article 67 of the Securities Law, and constituted an offense described in Article 193 of the Securities Law. According to Article 193 of the Securities Law, the CSRC decided and issued:

1. a warning to and an order on Zijin Mining to correct with a fine of RMB300,000 being imposed;
2. a warning to Chen Jinghe with a fine of RMB100,000 being imposed;
3. a warning to Luo Yingnan and Zou Laichang with a fine of RMB50,000 being imposed on each person;
4. a warning to Lan Fusheng and Huang Xiaodong.

All the above fines were settled.

#### **INTERESTS AND SHORT POSITIONS OF THE NON-INDEPENDENT DIRECTORS IN THE ISSUED SHARES OF THE COMPANY**

As at the date of this announcement, shareholdings in the Company held by the Non-independent Directors are as follows:

<b>Non-independent Directors</b>	<b>Class of shares</b>	<b>Number of shares held</b>	<b>Nature of interest</b>	<b>Long/short positions</b>	<b>Approximate percentage of shareholding in the same class of securities</b>	<b>Approximate percentage of shareholding in the registered capital</b>
Chen Jinghe	Domestic	112,050,000	Personal	Long position	0.57%	0.44%

	shares						
	H Shares	15,000,000	Personal	Long position	0.26%	0.06%	
	Total	127,050,000	Personal	Long position		0.50%	
Lan Fusheng	Domestic	7,730,510	Personal	Long position	0.04%	0.03%	
	shares						
Zou Laichang	Domestic	1,623,050	Personal	Long position	0.01%	0.01%	
	shares						
Lin Hongfu	Domestic	978,938	Personal	Long position	0.01%	0.01%	
	shares						
Lin Hongying	Domestic	227,000	Personal	Long position	0.01%	0.01%	
	shares						
Xie Xionghui	Domestic	149,000	Personal	Long position	0.01%	0.01%	
	shares						

Save as disclosed above and as at the date of this announcement, none of the Non-independent Directors have any interest 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) (the “SFO”).

The Non-independent Directors will enter into new service contracts and/or appointment letters with the Company for a term of three years commencing on the date of the EGM and expiring on 29 December 2022. The remunerations of the Non-independent Directors of the seventh term will be determined by the Board in accordance with the remuneration and assessment proposal of directors and supervisors of the seventh term approved in the EGM, and the terms and conditions of the said service contracts and/or appointment letters having regard to their duties and responsibilities with the Company, the Company’s remuneration policy, and the Company’s results assessment. For the year ended 31 December 2018, Mr. Chen Jinghe, Mr. Lan Fusheng, Mr. Zou Laichang, Mr. Lin Hongfu, Mr. Fang Qixue, Ms. Lin Hongying and Mr. Li Jian, non-independent directors of the sixth term of the Board of the Company, received annual remunerations of RMB5,402,866, RMB5,380,450, RMB3,568,932, RMB3,557,925, RMB4,889,747, RMB3,557,925 and RMB150,000 respectively. Further announcement will be issued once the remunerations of the newly elected executive directors and non-executive directors are determined.

## **INDEPENDENT NON-EXECUTIVE DIRECTORS**

Mr. Zhu Guang (朱光), aged 62 and born in March 1957, graduated from the University of International Business and Economics and obtained a master degree in international economy. He was also granted a doctoral degree in economics from the Central University of Finance and Economics. He currently serves as the vice-chairman of HOPU Jinghua (Beijing) Investment Consultancy Co., Ltd. (“HOPU Investment”). At the same time, he is a visiting professor of the Central South University and the Central University of



Finance and Economics. He was previously the general manager of Minmetals Trading Co., Ltd., the general manager of Minmetals International Non-ferrous Metals Co., Ltd., and the senior vice-president and Party Member of China Minmetals Corporation. From 2009 to the present, he has been with HOPU Investment and has been serving as the president of Longming iron mine on behalf of HOPU Investment. Mr. Zhu has also held a number of other positions namely the vice-chairman of Xiamen Tungsten Co., Ltd., vice-president of China Tungsten Industry Association, chairman of International Tungsten Industry Association, and the chairman of Jiangxi Tungsten Industry Group Co., Ltd., China United Copper Co., Ltd., Minmetals Aluminium Company Limited and Sherwin Alumina L.P. of the United States, respectively, and vice-chairman of Guangxi Huayin Aluminium Co., Ltd., etc. He has been serving as an independent non-executive director of the Company since April 2016.

Mr. Mao Jingwen (毛景文), aged 63 and born in December 1956, obtained a doctoral degree from the Graduate School of Chinese Academy of Geological Sciences and is an academician in the Division of Energy and Mining Engineering of the Chinese Academy of Engineering. Mr. Mao has been dedicated to the researches on mineral deposit model and metallogeny as well as mineral prospecting for a long time, and made significant contributions to the breakthroughs in prospecting for concealed orebody in the PRC. He was granted one State Natural Science Second Class Award, two State Science and Technology Progress Second Class Awards, four Provincial Science and Technology First Class Awards and four Provincial Science and Technology Second Class Awards. He currently serves as a researcher in the Institute of Mineral Resources under the Chinese Academy of Geological Sciences, director in the key laboratory of metallogeny and mineral assessment of the Ministry of Land and Resources and director in the Commission on Mineral Deposits of the Geological Society of China. Previously, he served as a vice business director of the Institute of Mineral Resources under the Chinese Academy of Geological Sciences and Chairman of the International Association on the Genesis of Ore Deposits.

In the past 3 years, Mr. Mao Jingwen once served as an independent director of Shenghe Resources Holding Co., Ltd. (stock code: 600392), a company listed on the Shanghai Stock Exchange.

Mr. Li Changqing (李常青), aged 51 and born in September 1968, obtained a bachelor's degree of engineering in accounting of industrial enterprise from the School of Management Engineering of Hefei University of Technology, a master degree in business administration and a doctoral degree in management (accounting) from Xiamen University. He is a certified public accountant of China. He currently serves as a professor in the School of Management, doctoral advisor and director of EMBA Centre of Xiamen University, supervisor in post-doctor workstation of Shanghai Stock Exchange and case writer in China Europe International Business School. He was a visiting scholar and studied at the Harvard Business School and other renowned academic institutions, and published over 80 academic theses and 7 books (including co-author). He led 10 scientific research projects of the National Natural Science Foundation of China, Humanities and Social Sciences Fund of State Education Commission of the PRC, Sino-Canada

University-Industry Collaboration Fund, Joint Research Plan of Shanghai Stock Exchange, etc. Mr. Li was granted the National Teaching Achievement Award, award of the First Top 100 Case Studies in China, Outstanding Contribution to MBA Education and Management Award of China, as well as Distinctive Academic Theses Award of Accounting Society of China, etc. He was also selected to the Program for New Century Excellent Talents of the Ministry of Education.

In the past 3 years, Mr. Li Changqing once served as an independent director of Xiamen Hongxin Electron-Tech Co., Ltd. (stock code: 300657), China Merchants Port Group Co., Ltd. (stock code: 001872), Yealink Network Technology Co., Ltd. (stock code: 300628), Foryou Corporation (stock code: 002906) and Shenzhen Noposion Agrochemicals Co., Ltd. (stock code: 002215), companies listed on the Shenzhen Stock Exchange.

Mr. He Fulong (何福龍), aged 64 and born in October 1955, has obtained a master degree in business administration and is a senior economist entitled to special allowance from the State Council, an adjunct professor of the School of Management, the School of Economics and the Wang Yanan Institute for Studies in Economics as well as a master advisor of international economics and business programme of Xiamen University. From March 1994 to April 1998, Mr. He served as a financial manager of Ta Kung Pao, Hong Kong; from May 1998 to April 2000, he served as the deputy general manager of Xiamen Commerce and Trade State-owned Asset Investment Company Limited; from May 2000 to March 2017, he served as the chairman of Xiamen ITG Group Corp., Ltd.; since May 2017, he has been serving as the chairman of Xiamen City Chenjiageng Education Development Foundation. Mr. He was awarded the honorary titles of National Outstanding Entrepreneur, National Model Worker, and was selected as one of the Top 40 Most Influential Entrepreneurs in Fujian at the 40th Anniversary of Economic Reform and Opening-up, etc.

In the past 3 years, Mr. He Fulong once served as the chairman of Xiamen ITG Group Corp., Ltd. (stock code: 600755), a company listed on the Shanghai Stock Exchange.

Mr. Suen, Stephen Man Tak (孫文德), aged 61 and born in June 1958, is a practicing barrister-at-law of the Hong Kong High Court. He has been working in the enforcement and related law field for 35 years specialising in securities, futures, financial market, anti-money laundering activities, listing rules, code of conduct, etc., with extensive experience and professional knowledge. Mr. Suen once served as the Director of Enforcement of the Securities and Futures Commission of Hong Kong (the "SFC"), Inspector appointed by the Financial Secretary of Hong Kong, responsible officers of 4 licensed corporations with 7 types of activities regulated by the SFC, executive director and chairman of Compliance and Risk Steering Committee of listed company and Senior Inspector of Commercial Crime Bureau. He currently serves as the independent non-executive director of Sino-Ocean Group Holding Limited (stock code: 03377, a company listed in Hong Kong), member of the Board of Review (Inland Revenue Ordinance), Honorary Chairman of the Institute of Compliance Officers, member of the Advisory Committee of Hong Kong

Insurance Professionals Federation, Council Member and expert advisor of the Institute of Financial Technologists of Asia Limited, Honourable President of Hong Kong International Blockchain & Financial Association. Mr. Suen is also a member of the Hong Kong Institute of Certified Public Accountants and Hong Kong Securities and Investment Institute.

Save as disclosed in this announcement and as at the date of this announcement, Mr. Zhu Guang, Mr. Mao Jingwen, Mr. Li Changqing, Mr. He Fulong and Mr. Suen, Stephen Man Tak (collectively, the “Independent Non-executive Directors”) have not held any directorship in other public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years, do not hold any other position with the Group and are not related to any directors, supervisors, senior management, substantial shareholders or controlling shareholder of the Company. As at the date of this announcement, none of the Independent Non-executive Directors have any interest in the shares of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

None of the Independent Non-executive Directors have been penalised by the CSRC or other relevant departments and stock exchanges.

The Independent Non-executive Directors will enter into new service contracts and/or appointment letters with the Company for a term of three years commencing on the date of the EGM and expiring on 29 December 2022. The remunerations of Independent Non-executive Directors of the seventh term will be determined by the Board in accordance with the remuneration and assessment proposal of directors and supervisors of the seventh term approved at the EGM, and the terms and conditions of the said service contracts and/or appointment letters having regard to their duties and responsibilities with the Company, the Company’s remuneration policy, and the Company’s results assessment. For the year ended 31 December 2018, Mr. Lu Shihua, Mr. Zhu Guang, Mr. Sit Hoi Wah, Kenneth and Mr. Cai Meifeng, independent non-executive directors of the sixth term of the Board of the Company, received an annual salary of RMB0, RMB150,000, RMB210,000 and RMB150,000 respectively. Further announcement will be issued once the remunerations of the newly elected Independent Non-executive Directors are determined.

## **SHAREHOLDERS’ REPRESENTATIVE SUPERVISORS**

Mr. Lin Shuiqing (林水清), aged 55 and born in May 1964, graduated from Central Communist Party School, with a part-time postgraduate educational background. He has been a deputy secretary, head of town and secretary of Zhongdu Town of Shanghang County Communist Party Committee, a director of Shanghang County Communist Party Committee Office, a standing member of the Shanghang County Communist Party Committee, director of Shanghang County Tongzhanbu and secretary of Shanghang County Non State-owned Economic Working Committee. He has been serving as the chairman of the supervisory committee of the Company (the “Supervisory Committee”) since November 2009.

Mr. Fan Wensheng (范文生), aged 51 and born in April 1968, graduated from Central Communist Party School. He has held positions including secretary to and vice-director of the Agricultural and Economic Commission of Standing Committee of Shanghang County People's Congress, vice-director, chief staff, committee member and party member of office of the Standing Committee of the Shanghang County People's Congress, vice-secretary of Gutian Communist Party Committee and town chief of Gutian town, Communist Party Committee secretary of Taibaxiang, Shanghang County, township cadre of Economic and Trading Bureau and the director of the Shanghang Copper Bureau. He has been serving as a supervisor of the Company since October 2013.

Mr. Xu Qiang (徐強), aged 67 and born in August 1952, was tertiary educated. He is a senior accountant, certified public accountant, and registered valuer. He has been the deputy director of Fujian Huaxing Certified Public Accountants and the director of Fujian Asset Valuation Centre. He has been appointed as a supervisor of the Company since August 2000. He has been serving as the vice-chairman of the Supervisory Committee of the Company since August 2006.

In the past 3 years, Mr. Xu Qiang served as an independent director of Newland Digital Technology Co., Ltd. (stock code: 000997), a company listed on the Shenzhen Stock Exchange.

#### **SUPERVISORS REPRESENTING WORKERS AND STAFF ELECTED AT THE SEVENTH MEETING OF REPRESENTATIVES OF LABOUR UNION OF THE COMPANY**

Mr. Liu Wenhong (劉文洪), aged 49 and born in January 1970, obtained an EMBA degree from Xiamen University. He is an intermediate-level engineer. He joined the Company in 1989, and held several positions including the office director, assistant to general manager, assistant to president, the standing deputy chief of the Zijinshan gold and copper mine, the chairman of Zijin Mining Group (Xiamen) Investment Co., Ltd., and general manager of key project and social responsibility department of the Company, etc. He is currently serving as the chairman of the labour union and supervisor representing workers and staff of the Company.

Mr. Cao Sanxing (曹三星), aged 43 and born in October 1976, graduated from Hainan University majoring in international finance. He joined the Company in May 2001, and served as the inspector of supervisory and audit office of Fujian Zijin Mining Industry Company Limited, the deputy chief of supervisory department of mine office of the Zijinshan gold and copper mine, director of supervisory and audit office and the chairman of supervisory committee of Bayannaer Zijin Non-ferrous Metals Company Limited, chairman of supervisory committee and director of supervisory and audit office (concurrent) of Zijin Mining Group Northwest Company Limited, and general manager of Qinghai West Copper Company Limited. He has been serving as the general manager of Xinjiang Zijin Zinc Industry Company Limited

since February 2016.

## INTERESTS AND SHORT POSITIONS OF THE SUPERVISORS IN THE ISSUED SHARES OF THE COMPANY

As at the date of this announcement, shareholdings in the Company held by the Supervisors are as follows:

<b>Supervisor</b>	<b>Class of shares</b>	<b>Number of shares held</b>	<b>Nature of interest</b>	<b>Long/short positions</b>	<b>Approximate percentage of shareholding in the same class of securities</b>	<b>Approximate percentage of shareholding in the registered capital</b>
Lin Shuiqing	Domestic shares	300,000	Personal	Long position	0.01%	0.01%
Liu Wenhong	Domestic shares	26,450	Personal	Long position	0.01%	0.01%
	H Shares	10,000	Personal	Long position	0.01%	0.01%
	Total	36,450	Personal	Long position		0.01%
Cao Sanxing	Domestic shares	124,000	Personal	Long position	0.01%	0.01%

Save as disclosed above and as at the date of this announcement, none of Mr. Lin Shuiqing, Mr. Fan Wensheng, Mr. Xu Qiang, Mr. Liu Wenhong and Mr. Cao Sanxing (collectively, the “Supervisors”) have any interest in the shares of the Company or any of its associated corporations within the meaning of Part XV of the SFO. Save as disclosed above, the Supervisors have not held any directorship in other public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years, do not hold any other position with the Group and are not related to any directors, supervisors, senior management, substantial shareholders or controlling shareholder of the Company.

The Supervisors will enter into new service contracts and/or appointment letters with the Company for a term of three years commencing on the date of the EGM and expiring on 29 December 2022. The remunerations of the Supervisors of the seventh term will be determined by the Board in accordance with the remuneration and assessment proposal of directors and supervisors of the seventh term approved at the EGM, and the terms and conditions of the said service contracts and/or appointment letters having regard to their duties and responsibilities with the Company, the Company’s remuneration policy, and the Company’s results assessment. For the year ended 31 December 2018, Mr. Lin Shuiqing, Mr. Xu Qiang, Mr. Fan Wensheng, Mr. Liu Wenhong and Ms. Lan Liying, supervisors of the sixth term of the supervisory

committee of the Company, received an annual salary of RMB3,552,364, RMB120,000, RMB72,000, RMB72,000 and RMB72,000 respectively. Further announcement will be issued once the remunerations of the newly elected Supervisors are determined.

**POSITIONS HELD BY THE DIRECTORS AND THE SUPERVISORS IN THE SUBSIDIARIES OF THE GROUP AS AT THE DATE OF THIS ANNOUNCEMENT**

<b>Name</b>	<b>Company name</b>	<b>Position</b>
Mr. Zou Laichang	Heilongjiang Duobaoshan Copper Company Limited	Chairman
Mr. Zou Laichang	Serbia Zijin Bor Copper doo Bor	Member of supervisory committee
Mr. Zou Laichang	Rakita Exploration d.o.o. Bor	Member of administrative committee of the Upper Timok
Mr. Zou Laichang	Zijin Mining Group Northwest Company Limited	Chairman
Mr. Zou Laichang	Zijin International Mining Company Limited	Director
Mr. Lin Hongfu	Zijin Mining Group Gold and Jewellery Co., Ltd.	Chairman
Mr. Lin Hongfu	Yongding Zijin Longhu Ecological Industry Development Co., Ltd.	Chairman
Mr. Lin Hongfu	Zijin Mining Group Capital Investment Co., Ltd.	Director
Ms. Lin Hongying	Zijin Mining Group Gold and Jewellery Co., Ltd.	Director
Ms. Lin Hongying	Zijin Mining Group Capital Investment Co., Ltd.	Chairman
Ms. Lin Hongying	Zijin Mining Group Finance Co., Ltd.	Chairman
Mr. Xie Xionghui	Zijinshan gold and copper mine	Chief of administrative committee
Mr. Xie Xionghui	Xinjiang Habahe Ashele Copper Company Limited	Vice-chairman
Mr. Xie Xionghui	Heilongjiang Duobaoshan Copper Company Limited	Director
Mr. Xie Xionghui	Zijin Mining Group Northwest Company Limited	Director
Mr. Cao Sanxing	Xinjiang Zijin Zinc Industry Co., Ltd.	Director and general manager
Mr. Cao Sanxing	Xinjiang Zijin Non-ferrous Metals Company Limited	Vice-chairman

Save as disclosed above and as at the date of this announcement, none of the Non-independent Directors, Independent Non-executive Directors and Supervisors or their associates have any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (as defined in the SFO). None of the Non-independent Directors, Independent Non-executive Directors and Supervisors or their spouse or children under the age of 18 years are holding any option to subscribe the shares,

underlying shares or debentures of the Company, or have exercised any such option.

Save as disclosed above, no arrangement has been entered into between the Company or its holding company or its subsidiaries, which will allow the Non-independent Directors, Independent Non-executive Directors and Supervisors to be benefited by acquiring the shares, underlying shares or debentures of the Company or other body corporates.

Save as disclosed above, there is no other information relating to the Non-independent Directors, Independent Non-executive Directors and Supervisors that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there are no other matters that need to be brought to the attention of the shareholders of the Company.

Should there be any discrepancy, the Chinese text of this appendix shall prevail over its English text.