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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 2020, the First A Shareholders' Class Meeting in 2020 and the First H Shareholders' Class Meeting in 2020**

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

References are made to the Notice of the First Extraordinary General Meeting in 2020 and the Notice of the First H Shareholders' Class Meeting in 2020 dated 20 December 2019 of Zijin Mining Group Co., Ltd.\* (the "Company"). At the first extraordinary general meeting in 2020 (the "EGM"), the first A Shareholders' class meeting in 2020 (the "A Shareholders' Class Meeting") and the first H Shareholders' class meeting in 2020 (the "H Shareholders' Class Meeting") 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 4 February 2020 at 9 a.m., 10 a.m. and 10:30 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 respective shareholders attending the EGM, the A Shareholders' Class Meeting and the H 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**

<b>Special resolutions</b>		<b>No. of valid votes For (% of total valid votes cast)</b>	<b>No. of valid votes Against (% of total valid votes cast)</b>	<b>No. of valid votes Abstain (% of total valid votes cast)</b>	<b>Total valid votes</b>
1.	The proposal in relation to	9,241,076,442	700	84,388,008	9,325,465,150

	change of registered capital and amendments to the articles of association of the Company was approved; and	(99.095072%)	(0.000008%)	(0.904920%)	(100%)
2.	The proposal in relation to amendments to article 102 of the articles of association of the Company was approved.	8,631,595,250 (92.590623%)	609,655,892 (6.539744%)	81,070,008 (0.869633%)	9,322,321,150 (100%)

The above resolutions no. 1 to 2 were passed as special resolutions.

As at the date of the EGM, the total number of issued shares of the Company (“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 total number of Shares entitling the holders to attend and vote on the resolutions 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 resolutions at the EGM only was nil. No shareholder was required to abstain from voting at the EGM. The total number of Shares held by the shareholders or their proxy(ies) who attended the EGM and were entitled to vote was 9,325,465,150, representing approximately 36.747329% of the total number of issued Shares as at the date of this announcement.

#### **A Shareholders’ Class Meeting**

<b>Special resolution</b>		<b>No. of valid votes For (% of total valid votes cast)</b>	<b>No. of valid votes Against (% of total valid votes cast)</b>	<b>No. of valid votes Abstain (% of total valid votes cast)</b>	<b>Total valid votes</b>
1.	The proposal in relation to amendments to article 102 of the articles of association of the Company was approved.	7,183,426,225 (98.594828%)	21,308,054 (0.292460%)	81,070,008 (1.112712%)	7,285,804,287 (100%)

The above resolution was passed as a special resolution.

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. The total number of A Shares entitling the holders to attend and vote on the resolution at the A Shareholders’ Class Meeting was also 19,640,319,946. The total number of A Shares entitling the holders to attend and abstain from voting in favour of the resolution at the A Shareholders’ Class Meeting only was nil. No A Shareholder was required to abstain from voting at the A

Shareholders' Class Meeting. The total number of A Shares held by the shareholders or their proxy(ies) who attended the A Shareholders' Class Meeting and were entitled to vote was 7,285,804,287, representing approximately 37.096159% of the total number of issued A Shares as at the date of this announcement.

### H Shareholders' Class Meeting

Special resolution		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 in relation to amendments to article 102 of the articles of association of the Company was approved.	1,299,387,939 (70.467983%)	541,408,924 (29.361513%)	3,144,000 (0.170504%)	1,843,940,863 (100%)

The above resolution was passed as a special resolution.

As at the date of the H Shareholders' Class Meeting, the total number of issued H Shares of the Company was 5,736,940,000, which are listed on The Stock Exchange of Hong Kong Limited. The total number of H Shares entitling the holders to attend and vote on the resolution at the H Shareholders' Class Meeting was also 5,736,940,000. The total number of H Shares entitling the holders to attend and abstain from voting in favour of the resolution at the H Shareholders' Class Meeting only was nil. No H shareholder was required to abstain from voting at the H Shareholders' Class Meeting. The total number of H Shares held by the shareholders or their proxy(ies) who attended the H Shareholders' Class Meeting and were entitled to vote is 1,843,940,863, representing approximately 32.141540% 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, 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, 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*

4 February 2020, Fujian, the PRC

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