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(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 2899)

# Announcement on Trading of A Shares Subject to Trading Moratorium Issued under Non-public Issuance

### **Important information:**

- The number of A Shares subject to trading moratorium which become eligible for trading this time (the "Eligible Shares") is 418,553,054
- The first trading date of the Eligible Shares is 8 June 2020

### 1. The type of shares subject to trading moratorium which becomes eligible for trading this time

- (1) The type of shares subject to trading moratorium which becomes eligible for trading this time: A Shares subject to trading moratorium issued under non-public issuance
- (2) Approval status of shares subject to trading moratorium issued under non-public issuance Zijin Mining Group Co., Ltd.\* (the "Company") received the Approval for Non-public Issuance of A Shares of Zijin Mining Group Co., Ltd.\* (Zheng Jian Xu Ke [2017] No. 289) issued by the China Securities Regulatory Commission. Pursuant to the approval, the Company non-publicly issued 1,490,475,241 ordinary A Shares denominated in Renminbi in June 2017. 8 specific investors including Minxi Xinghang State-owned Assets Investment Company Limited ("Minxi Xinghang"), the substantial shareholder of the Company, and Phase 1 of the Employee Stock Ownership Scheme of Zijin Mining Group Co., Ltd.\* (the "Employee Stock Ownership Scheme") participated in the subscription of A Shares under the non-public issuance.
- (3) Registration of shares and arrangement for lock-up period

The registration of the additional A Shares issued under the non-public issuance and the relevant formalities for the shares subject to trading moratorium were completed at China Securities Depository and Clearing Corporation Limited Shanghai Branch on 7 June 2017. Details of the issuance and trading moratorium are as follows:

No.	Issuing object	Number of shares subscribed under the issuance (shares)	Lock-up period (months)
1	Minxi Xinghang State-owned Assets Investment	289,389,067	36
	Company Limited		
2	Phase 1 of the Employee Stock Ownership	129,163,987	36
	Scheme of Zijin Mining Group Co., Ltd.*		
3	Huarong Ruitong Equity Investment	160,771,704	12
	Management Co., Ltd.		
4	China-Africa Development Fund Co., Ltd.	321,543,408	12
5	CITIC Securities Co., Ltd	182,636,655	12
6	Ganlanmu Investment (Beijing) Company	134,019,292	12
	Limited		
7	Industrial Securities Assets Management Co.,	144,694,533	12
	Ltd.		
8	Caitong Fund Management Co., Ltd.	128,256,595	12

On 7 June 2018, a total of 1,071,922,187 A Shares subject to trading moratorium and lock-up period of 12 months under the non-public issuance subscribed by 6 specific investors became eligible for trading.

## 2. Change in the number of shares of the Company since the issuance of shares subject to trading moratorium

Upon the completion of the non-public issuance of A Shares of the Company, the Company's total number of shares increased from 21,540,743,650 to 23,031,218,891. Since the issuance of the shares subject to trading moratorium, the Company completed the public issuance of A Shares on 15 November 2019, and the Company's total number of shares increased from 23,031,218,891 to 25,377,259,946.

Saved for the abovementioned, there has been no other change in the number of shares of the Company.

### 3. Undertakings related to trading of the Eligible Shares

Pursuant to Administrative Measures for the Issuance of Securities by Listed Companies, Specific Rules for Implementation of the Non-public Issuance of Shares by Listed Companies and other relevant regulations, Minxi Xinghang and the Employee Stock Ownership Scheme undertook not to transfer the Company's shares subscribed under the non-public issuance within 36 months from the date of listing of such shares.

As at the date of this announcement, the abovementioned issuing objects had strictly complied with the above undertakings and the relevant regulations. There was no non-compliance with the undertakings which affected the trading of the Eligible Shares.

### 4. Occupation of funds by controlling shareholder and their associates

There is no occupation of funds of the Company by controlling shareholder and their associates.

#### 5. Verification opinion of the sponsor

Upon verification, Essence Securities Co., Ltd. ("Essence Securities"), the sponsor, considers that the lifting of trading moratorium and trading of the Eligible Shares are in compliance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, Rules Governing the Listing of Stocks on Shanghai Stock Exchange and other laws, rules and regulatory documents; the quantity of the Eligible Shares and the time of trading conform to the requirements of the relevant laws and regulations; and all holders of the Eligible Shares have strictly complied with their undertakings in respect of the lock-up arrangement for the shares under the non-public issuance. The information disclosed by the Company in relation to the lifting of trading moratorium and trading of the Eligible Shares is truthful, accurate and complete. Essence Securities has no disagreement with regard to matters concerning the lifting of trading moratorium and trading of the Eligible Shares.

### 6. Details of trading of the Eligible Shares

The number of the Eligible Shares is 418,553,054.

The first trading date of the Eligible Shares is 8 June 2020 (the original first trading date was 7 June 2020, which is a non-trading day. Hence, the first trading date is postponed to the next trading day).

Details of the Eligible Shares are as follows:

No.	Issuing object	Number of shares held which are subject to trading moratorium (shares)	Percentage to the total issued shares of the Company (%)	Number of the Eligible Shares (shares)	Balance of shares held which are subject to trading moratorium (shares)
1	Minxi Xinghang State-owned Assets Investment Company Limited	289,389,067	1.14	289,389,067	0
2	Phase 1 of the Employee Stock Ownership Scheme of Zijin Mining	129,163,987	0.51	129,163,987	0

Group Co., Ltd.*				
Total	418,553,054	1.65	418,553,054	0

#### 7. Change in the structure of share capital

		Before trading of the Eligible Shares	Movement	After trading of the Eligible Shares
Shares subject to	Shareholding of state-owned entities	289,389,067	-289,389,067	0
trading	Others	129,163,987	-129,163,987	0
moratorium	Total number of shares subject to trading moratorium	418,553,054	-418,553,054	0
C1	A Shares	19,221,766,892	418,553,054	19,640,319,946
Shares not	H Shares	5,736,940,000	-	5,736,940,000
subject to trading moratorium	Total number of shares not subject to trading moratorium	24,958,706,892	418,553,054	25,377,259,946
Total number of shares		25,377,259,946	0	25,377,259,946

This announcement is made by the Company on a voluntary basis.

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 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

28 May 2020 Fujian, the PRC

<sup>\*</sup> The Company's English names are for identification purpose only