

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.



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)

Announcement in relation to the Adjustment of the Consideration under the Employee Stock Ownership Scheme for 2025

References are made to (i) the announcement in relation to the proposed adoption of the Employee Stock Ownership Scheme for 2025 dated 26 May 2025 (the “Announcement”); and (ii) the circular (the “Circular”) dated 10 June 2025 of Zijin Mining Group Co., Ltd.* (the “Company”). Unless otherwise indicated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement and the Circular.

On 26 June 2025, the Company convened the eleventh extraordinary meeting in 2025 of the eighth term of the Board, at which the proposal in relation to the adjustment of the consideration under the Employee Stock Ownership Scheme for 2025 was considered and approved. In accordance with the Employee Stock Ownership Scheme for 2025 (Draft) of the Company (the “Draft of the Employee Stock Ownership Scheme”), and the authorisation granted to the Board under the proposal to the shareholders’ meeting in relation to the authorisation to the Board of Directors to handle matters relating to the Employee Stock Ownership Scheme for 2025 of the Company, which was considered and approved at the first EGM in 2025 and other related stipulations, the Board adjusted the consideration under the Employee Stock Ownership Scheme for 2025 (the “Employee Stock Ownership Scheme”). Relevant matters are explained as follows:

I. The relevant review and approval procedures implemented

1. On 26 May 2025, the Company convened the eleventh workers (members) representatives meeting of the eighth term, at which the Board sought the employees’ opinions on the matters of the proposed implementation of the Employee Stock Ownership Scheme comprehensively.

2. On 26 May 2025, the Company convened the ninth extraordinary meeting in 2025 of the eighth term of the Board, at which the proposal in relation to the Employee Stock Ownership Scheme for 2025 (Draft) of the Company and its summary, the proposal in relation to the Administrative Policy of the Employee Stock Ownership Scheme for 2025 of the Company and the proposal to the shareholders’ meeting in relation to the

authorisation to the Board of Directors to handle matters relating to the Employee Stock Ownership Scheme for 2025 of the Company were considered and approved. The Nomination and Remuneration Committee of the eighth term of the Board issued review opinions on matters related to the Employee Stock Ownership Scheme.

3. On 26 June 2025, the Company convened the first EGM in 2025, at which the proposal in relation to the Employee Stock Ownership Scheme for 2025 (Draft) of the Company and its summary of the Company, the proposal in relation to the Administrative Policy of the Employee Stock Ownership Scheme for 2025 of the Company and the proposal to the shareholders' meeting in relation to the authorisation to the Board of Directors to handle matters relating to the Employee Stock Ownership Scheme for 2025 of the Company were considered and approved.

4. On 26 June 2025, the Company convened the eleventh extraordinary meeting in 2025 of the eighth term of the Board, at which the proposal in relation to the adjustment of the consideration under the Employee Stock Ownership Scheme for 2025 was considered and approved. Due to the implementation of profit distribution for the year ended 31 December 2024, the consideration under the Employee Stock Ownership Scheme was adjusted from RMB10.89 per A Share to RMB10.61 per A Share. The matters related to the adjustment of the consideration under the Employee Stock Ownership Scheme was considered and approved at the eleventh meeting of the Nomination and Remuneration Committee of the eighth term of the Board.

II. Reasons for the adjustment of the consideration under the Employee Stock Ownership Scheme

On 26 May 2025, the Company convened the 2024 annual general meeting, at which the profit distribution proposal of the Company for the year ended 31 December 2024 was considered and approved. On the basis of 26,513,227,340 Shares (being the total number of Shares of the Company as at the record date, which was determined in the announcement of the implementation of the profit distribution (26,577,573,940) deducting the number of Shares in the specific account for repurchase (64,316,000 A Shares) and the Restricted A Shares repurchased but not yet cancelled (30,600 A Shares)), the Company distributed a cash dividend of RMB0.28 per Share (tax included) to all Shareholders. There are no bonus shares nor any conversion of capital reserve into share capital.

As the Company completed the implementation of profit distribution for A Shares for the year ended 31 December 2024 on 13 June 2025, according to the stipulations of the Employee Stock Ownership Scheme of the Company, "during the period from the date of announcement of the Draft of the Employee Stock Ownership Scheme to the date on which the Underlying Shares are transferred to the Employee Stock Ownership Scheme, if the Company carries out any ex-rights or ex-dividend events such as dividend distribution, bonus issue and conversion of capital reserve into share capital, the transfer price under the Employee Stock Ownership Scheme will be adjusted accordingly". As such, the Board adjusted the consideration under the Employee Stock Ownership Scheme from RMB10.89 per A Share to RMB10.61 per

A Share.

III. Impact of the adjustment of the consideration under the Employee Stock Ownership Scheme on the Company

The adjustment of the consideration under the Employee Stock Ownership Scheme will not have any material impact on the Company's financial position and operating results.

IV. Conclusion of the legal opinion

In the legal opinion issued for the adjustment of the consideration under the Employee Stock Ownership Scheme of the Company, Fujian Zenith Law Firm is of the view that: as at the date of issue of the legal opinion, the necessary decision-making and approval procedures at this stage for the matters related to the adjustment of the consideration under the Employee Stock Ownership Scheme of the Company have been fulfilled. The adjustment of the consideration under the Employee Stock Ownership Scheme complies with the stipulations of the Guiding Opinions on the Implementation of Employee Stock Ownership Scheme by Listed Companies on a Pilot Basis, Guidelines No. 1 of the Shanghai Stock Exchange for Self-regulation of Listed Companies – Standard Operation and relevant laws, rules, regulatory documents as well as the Employee Stock Ownership Scheme of the Company.

This announcement is published in both Chinese and English. In the case of any discrepancies, the Chinese version shall prevail.

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), Zou Laichang, Lin Hongfu, Ms. Lin Hongying, Messrs. Xie Xionghui and Wu Jianhui as executive directors, Mister Li Jian as non-executive director, and Messrs. He Fulong, Li Changqing, Suen Man Tak, Bo Shao Chuan and Ms. Wu Xiaomin as independent non-executive directors.

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

26 June 2025, Fujian, the PRC

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