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China Nonferrous Mining Corporation Limited
中國有色礦業有限公司

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 01258)

**COMPLETION OF PLACING OF EXISTING SHARES
AND TOP-UP SUBSCRIPTION FOR NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent



CITIC
SECURITIES

Reference is made to the announcement of China Nonferrous Mining Corporation Limited (the “**Company**”) dated 6 May 2021 (the “**Announcement**”) in relation to, among other things, the Placing and the Subscription. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Company is pleased to announce that completion of the Placing and the Subscription took place on 11 May 2021 and 14 May 2021, respectively.

A total of 250,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$3.96 per Placing Share to not less than six Placees, all of whom/which are professional, institutional and/or other investors and are third parties independent from the Company and its connected persons. Each of the Placing Agent and its ultimate beneficial owner(s) is: (i) independent of, and not connected with, the Placing Shareholder, the Company and their respective associates and connected persons; and (ii) independent of, and not acting in concert with, the Placing Shareholder, their respective associates and persons acting in concert with the Placing Shareholder. None of the Placees and their ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) of the Company upon taking up the Placing Shares.

Further, all the conditions of the Subscription have been fulfilled and completion of the Subscription took place on 14 May 2021. A total of 250,000,000 Subscription Shares (equivalent to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Placing Shareholder at the Subscription Price of HK\$3.96 for each Subscription Share. The Subscription Shares represent approximately 6.69% of the enlarged total number of Shares in issue upon completion of the Subscription.

The Company received total net proceeds from the Subscription of approximately HK\$984.78 million and intends to use the same for (i) project construction and development works; (ii) acquisitions of mineral resources; and (iii) replenishing part of the working capital of the Group.

EFFECT OF THE PLACING AND THE SUBSCRIPTION

The table below sets out the shareholding structure of the Company before and after the Placing and the Subscription:

	Immediately before the Placing Completion and the Subscription		Immediately after the Placing Completion but before the completion of the Subscription		Immediately after completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>Approximate % shareholding</i>	<i>Number of Shares</i>	<i>Approximate % shareholding</i>	<i>Number of Shares</i>	<i>Approximate % shareholding</i>
Placing Shareholder	2,600,000,000	74.52	2,350,000,000	67.35	2,600,000,000	69.54
Public Shareholders						
The Placees	–	–	250,000,000	7.17	250,000,000	6.69
Other Public Shareholders	889,036,000	25.48	889,036,000	25.48	889,036,000	23.77
Total	<u>3,489,036,000</u>	<u>100.00</u>	<u>3,489,036,000</u>	<u>100.00</u>	<u>3,739,036,000</u>	<u>100.00</u>

Notes:

1. The percentage figures have been rounded up to the nearest second decimal place to achieve a total of 100.00%.
2. The Placing Shareholder is a wholly-owned subsidiary of CNMC.

By Order of the Board
China Nonferrous Mining Corporation Limited
Dayong YANG and Man Yi WONG
Joint Company Secretaries

Hong Kong, 14 May 2021

As at the date of this announcement, the Board comprises Mr. Jinjun ZHANG, Mr. Xiaowei WANG and Mr. Chunlai WANG as executive Directors; and Mr. Chuanyao SUN, Mr. Jingwei LIU and Mr. Huanfei GUAN as independent non-executive Directors.