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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)

Revised Notice of the First Extraordinary General Meeting in 2022

References are made to (i) the circular of Zijin Mining Group Co., Ltd.* (the “**Company**”) dated 12 December 2022 (the “**Circular**”); (ii) the notice of the first extraordinary general meeting in 2022 of the Company (the “**EGM**”) dated 12 December 2022; (iii) the proxy form for H Shareholders for the EGM; and (iv) the ballot for use at the election of Directors and Supervisors of the eighth term. Unless otherwise stated, capitalised terms used in this revised notice of the EGM (the “**Revised Notice**”) shall have the same meanings as defined in the Circular.

REVISED NOTICE IS HEREBY GIVEN THAT the EGM will be held at 9 a.m. on Friday, 30 December 2022, at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Longyan City, Fujian Province, the People's Republic of China (the “**PRC**”) to consider, approve and authorise the following matters:

SPECIAL RESOLUTIONS

1. To consider and approve the proposal in relation to change in registered share capital and amendments to the articles of association of the Company (details set out in Appendix 3 of the Circular);
2. To consider and approve the proposal in relation to provision for guarantees (details set out in Appendix 5 of the Circular);

ORDINARY RESOLUTIONS

3. To consider and approve the proposal in relation to amendments to the Independent Directors' Rules (details set out in Appendix 4 of the Circular);
4. To consider and approve the remuneration and assessment proposal of Directors and Supervisors of the eighth term (details set out in Appendix 1 of the Circular);

5. To consider and approve the proposal in relation to the election of non-independent Directors of the eighth term of the Board of Directors of the Company (by way of cumulative voting) (details set out in Appendix 2 of the Circular);
6. To consider and approve the proposal in relation to the election of independent Directors of the eighth term of the Board of Directors of the Company (by way of cumulative voting) (details set out in Appendix 2 of the Circular); and
7. To consider and approve the proposal in relation to the election of Supervisors of the eighth term of the Supervisory Committee of the Company (by way of cumulative voting) (details set out in Appendix 2 of the Circular and Appendix 1 of this Revised Notice).

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

19 December 2022, Fujian, the PRC

Notes:

- (A) **The Company's register of H Shares members will be closed from 21 December 2022 (Wednesday) to 30 December 2022 (Friday) (both days inclusive), during such period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the H Share register of members on 30 December 2022 (Friday, being the record date) will be entitled to attend and vote at the EGM to be convened on 30 December 2022 (Friday) at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Longyan City, Fujian Province, the PRC. In order to be qualified for attending and voting at the EGM, all documents on transfers of H Shares must be lodged with the Registrar of H Shares of the Company no later than 4:30 p.m. on 20 December 2022 (Tuesday).**

The address of the Hong Kong Registrar of H Shares is:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716,
17th Floor, Hopewell Centre,
183 Queen's Road East,
Wanchai,
Hong Kong

- (B) Holders of H Shares who intend to attend the EGM must complete and return the reply slip in writing to the Secretariat of the Board of Directors or Registrar of H Shares of the Company – Computershare Hong Kong Investor Services Limited, the address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 28 December 2022 (Wednesday).

Details of the office of the Secretariat of the Board of Directors are as follows:

41/F., Tower B, Zhonghang Zijin Plaza,
No.1811 Huandao Road East, Siming District,
Xiamen City, Fujian Province, People's Republic of China
Tel: (86)592-2933650
Fax: (86)592-2933580

- (C) Holders of H Shares who have the right to attend and vote at the EGM are entitled to appoint one or more proxies (whether or not a member) in writing to attend and vote on their behalf. For those shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of polls.
- (D) The instrument appointing a proxy must be in writing and signed by the appointer or his attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the appointer, an authorisation instrument that authorises such signatory shall be notarised.
- (E) Since the ballot sent together with the Circular (the "Original Ballot") does not contain a newly nominated candidate for Supervisor, a revised ballot (the "Revised Ballot") is enclosed herewith.
- (F) To be valid, the proxy form (and if the proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, then together with such power of attorney or other authority) must be deposited at the Registrar of H Shares of the Company – Computershare Hong Kong Investor Services Limited no later than 24 hours before the specified time for the holding of the EGM (i.e., no later than 9 a.m. on 29 December 2022 (Thursday), Hong Kong time). The address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (G) If a proxy is appointed to attend the EGM on behalf of a shareholder, the proxy must indicate its identification document and the authorisation instrument with the date of issue and duly signed by the proxy and its legal representative, and in the case of legal representative of legal person shareholders, such legal representative must show its own identification document and valid document to identify its identity as legal representative. If a legal person shareholder appoints a company's representative other than its legal representative to attend the EGM, such representative must show its own identification document and the authorisation instrument bearing the company chop of the legal person shareholder and duly signed by its legal representative.
- (H) A holder of H Shares who has not yet lodged the Original Ballot in accordance with the instructions printed thereon is requested to lodge the Revised Ballot. The Original Ballot should not be lodged.

- (I) A holder of H Shares who has already lodged the Original Ballot in accordance with the instructions printed thereon should note that:
- (i) If the Revised Ballot is not lodged in accordance with the instructions printed thereon, the Original Ballot will be treated as a valid ballot lodged by the holder of H Shares if duly completed. The proxy appointed under the proxy form will also be entitled to vote in accordance with the instructions previously given by the holder of H Shares or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM, including the consideration and approval of the proposal in relation to the election of Supervisors of the eighth term of the Supervisory Committee of the Company.
 - (ii) If the Revised Ballot is lodged in accordance with the instructions printed thereon not later than 24 hours before the specified time for holding the EGM (i.e., no later than 9 a.m. on Thursday, 29 December 2022, Hong Kong time), the Revised Ballot will revoke and supersede the Original Ballot previously lodged by the holder of H Shares. The Revised Ballot will be treated as a valid ballot lodged by the holder of H Shares if duly completed.
 - (iii) If the Revised Ballot is lodged later than 24 hours before the specified time for holding the EGM (i.e., later than 9 a.m. on Thursday, 29 December 2022, Hong Kong time), the Revised Ballot will be deemed invalid. It will not revoke and supersede the Original Ballot previously lodged by the holder of H Shares. The Original Ballot will be treated as a valid ballot if duly completed. The proxy appointed under the proxy form will also be entitled to vote in accordance with the instructions previously given by the holder of H Shares or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM, including the consideration and approval of the proposal in relation to the election of Supervisors of the eighth term of the Supervisory Committee of the Company.
- (J) Completion and delivery of the proxy form will not preclude a holder of H Shares from attending and voting in person at the EGM if he/she so wishes.
- (K) The EGM is expected to last for a half day, and shareholders attending the EGM will be responsible for their own travelling and accommodation expenses.

EXPECTED TIMETABLE

(Note)

Latest time for lodging documents on

transfer of shares	20 December 2022 (Tuesday) 4:30 p.m.
Book closure period (both days inclusive)	21 December 2022 (Wednesday) to 30 December 2022 (Friday)
Record date	30 December 2022 (Friday)
EGM	30 December 2022 (Friday)
Announcement on results of the EGM	30 December 2022 (Friday)
Register of members re-opens	3 January 2023 (Tuesday)

Note: All times refer to Hong Kong local times

As at the date of this notice, 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. Mao Jingwen, Li Changqing, He Fulong, Suen Man Tak and Bo Shao Chuan as independent non-executive directors.

* *The English name of the Company is for identification purpose only*

Should there be any discrepancy, the Chinese text of this notice shall prevail.

Appendix 1

Zijin Mining Group Co., Ltd.* Additional Proposal in relation to the Election of Mr. Qiu Shujin as a Supervisor of the Eighth Term of the Supervisory Committee of the Company

To all Shareholders,

As Zijin Mining Group Co., Ltd.* (“the Company”) has nominated two Supervisors other than the Supervisors representing workers and staff to the shareholders’ general meeting at the third extraordinary meeting in 2022 of the seventh term of the Supervisory Committee convened on 9 December 2022, the nomination of the remaining candidate for Supervisor other than the Supervisors representing workers and staff is pending. Pursuant to the stipulations of the Company Law of the People’s Republic of China and the articles of association of the Company, Minxi Xinghang State-owned Assets Investment Company Limited (the Substantial Shareholder of the Company) now proposes to elect Mr. Qiu Shujin (丘樹金) as a Supervisor other than the Supervisors representing workers and staff of the eighth term of the Supervisory Committee, which is hereby tabled to the first extraordinary general meeting in 2022 of the Company (the “EGM”) for consideration.

Mr. Qiu Shujin is qualified as a candidate for Supervisor other than the Supervisors representing workers and staff. There is no circumstance that he is not eligible to serve as the Company’s Supervisor as stipulated in the Company Law of the People’s Republic of China and the articles of association of the Company. Mr. Qiu Shujin agrees and accepts the nomination.

Minxi Xinghang State-owned Assets Investment Company Limited
19 December 2022

Biographical details of Mr. Qiu Shujin

Mr. Qiu Shujin (丘樹金), aged 50, was born in December 1972. He is a member of the Communist Party of China. He graduated from university with a bachelor’s degree in engineering. He once served as a prosecutor of the anti-corruption bureau and a deputy director of the occupational crime prevention division of the Shanghang County Procuratorate, Fujian Province, standing member of the disciplinary inspection commission of Shanghang County, the deputy secretary to the disciplinary inspection commission and the deputy director of the supervisory committee of Shanghang County, etc. Mr. Qiu has obtained approval from the authority to work in corporations. He does not hold leadership positions in the Party and government agencies any longer, and does not retain the status of civil servant any longer.

As at the date of this Revised Notice, Mr. Qiu Shujin did not have any interest or short position in the Shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Qiu Shujin did not hold any directorship in public companies listed on any securities markets in the PRC, Hong Kong or overseas in the last three years, did not hold any other positions with the Group and is not related to any Directors, Supervisors, senior management, Substantial Shareholders or Controlling Shareholder of the Company.

Mr. Qiu Shujin, upon being elected as a Supervisor of the eighth term at the EGM, 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 2025. The remunerations of the Supervisors of the eighth term will be determined by the Board in accordance with the remuneration and assessment proposal of Directors and Supervisors of the eighth term to be 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. The remunerations of the newly elected Supervisors will be announced separately.

The Supervisors to be elected at the EGM and the two Supervisors representing workers and staff to be elected at the meeting of the representatives of workers and staff of the Company will together constitute the eighth term of the Supervisory Committee of the Company. The details of the Supervisors representing workers and staff will be announced after the election at the meeting of the representatives of workers and staff of the Company.

As at the date of this Revised Notice, Mr. Qiu Shujin or his associates did not 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) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, required to be recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

No arrangement has been entered into between the Company or its holding company or its subsidiaries, which will allow Mr. Qiu Shujin to be benefited by acquiring the Shares, underlying Shares or debentures of the Company or other body corporates.

Save as disclosed above, the Board, to the best of its knowledge, is not aware of any other matters in relation to Mr. Qiu Shujin that need to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters which need to be brought to the attention of the Shareholders.

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

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