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**GOLD POLE CAPITAL COMPANY LIMITED**

**金極資本有限公司**

*(incorporated in Hong Kong with limited liability)*

**US\$2,000,000,000 1.0 per cent. Guaranteed Convertible Bonds due 2029**

**unconditionally and irrevocably guaranteed by**



**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)**

**(Stock Code: 5034)**

**Adjustment to Conversion Price of Convertible Bonds**

References are made to the announcement in relation to the proposed issue of US\$2,000,000,000 1.0 per cent. guaranteed convertible bonds due 2029 (the “Bonds”) under general mandate dated 18 June 2024 made by Zijin Mining Group Co., Ltd.\* (the “Company” or the “Guarantor”), the announcement in relation to the completion of the issue of the Bonds dated 25 June 2024 made by the Company and Gold Pole Capital

Company Limited (the “Issuer”), the announcement in relation to full implementation of the “Quality Improvement, Efficiency Enhancement and Focus on Returns” and the implementation of the profit distribution plan for the first half of 2024 dated 19 July 2024 and the announcement in relation to the resolutions passed at the 2024 annual general meeting, the first A Shareholders’ class meeting in 2025 and the first H Shareholders’ class meeting in 2025 dated 19 May 2025 made by the Company (collectively, the “Announcements”). Unless otherwise indicated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

Pursuant to the Terms and Conditions of the Bonds, the Conversion Price of the Bonds is subject to adjustment if, amongst other things, the Guarantor pays or makes any capital distributions. On 19 July 2024, the Board of Directors of the Company considered and approved the profit distribution plan for the first half of 2024. The Company implemented an interim dividend for the six months ended 30 June 2024 and distributed a cash dividend of RMB1 per 10 shares (tax included) to all Shareholders. On 19 May 2025, the shareholders’ meeting of the Company considered and approved the profit distribution plan for the year 2024. The Company will implement a final dividend for the year ended 31 December 2024 and distribute a cash dividend of RMB2.8 per 10 shares (tax included) (the “Final Dividend”) to all Shareholders. As a result, the Conversion Price of the Bonds will be adjusted from the initial Conversion Price of HK\$19.84 per H Share to HK\$19.38 per H Share (the “Adjusted Conversion Price”) with effect from 30 May 2025, being the date immediately after the record date for determining H Shareholders’ entitlement to the Final Dividend. Save as disclosed above, all other Terms and Conditions of the Bonds shall remain unchanged.

As at the date of this announcement, the number of issued Shares of the Company is 26,577,573,940, comprising 20,588,733,940 A Shares (out of which 64,316,000 A Shares were treasury shares (the “Treasury Shares”) held by the Company, such Treasury Shares have been repurchased by the Company and placed in the Company’s specific securities account for repurchase) and 5,988,840,000 H Shares. Assuming full conversion of the Bonds at the Adjusted Conversion Price, the number of H Shares convertible and issuable under the Bonds will increase from approximately 787,308,467 H Shares, representing approximately 13.15% of the number of existing issued H Shares and approximately 2.96% of the number of existing issued Shares (including Treasury Shares) as at the date of this announcement, to approximately 805,995,872 H Shares, representing approximately 13.46% of the number of existing issued H Shares and approximately 3.03% of the number of existing issued Shares (including Treasury Shares) as at the date of this announcement. It also represents approximately 11.86% of the enlarged number of issued H Shares and approximately 2.94% of the enlarged number of issued Shares (including Treasury Shares) resulting from the issue of Conversion Shares upon full conversion of the Bonds after the Adjusted Conversion Price becomes effective.

**Any Bondholder who is in doubt as to the action to be taken shall consult his/her/its stockbroker, bank manager, solicitor, professional accountant or other professional adviser.**

**Investors and Shareholders are advised by the Board of Directors of the Company to exercise caution when dealing in the securities of the Company.**

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

*As at the date of this announcement, the board of directors of the Issuer comprises two directors, namely Ms. Zhang Yan and Mister Liu Yonghao.*

*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.*

27 May 2025, Fujian, the PRC

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