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**ZHAOJIN**  
**ZHAOJIN MINING INDUSTRY COMPANY LIMITED\***  
**招金礦業股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1818)**

**SUPPLEMENTAL NOTICE OF H SHARES CLASS MEETING**

Reference is made to the “Notice of H Shares Class Meeting” dated 8 April 2013 of Zhaojin Mining Industry Company Limited (the “**Company**”). The H Shares class meeting of the Company (the “**H Shares Class Meeting**”) will be held at the conference room of the Company at No. 299 Jinhui Road, Zhaoyuan City, Shandong Province, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Monday, 27 May 2013.

On 6 May 2013, the Company received additional proposals (the “Proposed New Resolution”) from Shandong Zhaojin Group Company Limited, the substantial shareholder of the Company. Pursuant to the relevant requirements of Article 18 of the “Rules of Procedures for General Meetings” of the Company which stipulates that “Shareholders who individually or jointly hold more than 3% of the shares of the Company shall have the right to propose an additional proposal”, the Company will present the Proposed New Resolutions for the the H Share Shareholders’ consideration and approval at the H Shares Class Meeting of the Company to be held on Monday, 27 May 2013.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the H Shares Class Meeting of the Company will be held at the conference room of the Company at No. 299 Jinhui Road, Zhaoyuan City, Shandong Province, the PRC at 10:00 a.m. on Monday, 27 May 2013 to consider and approve the following two resolutions by way of special resolutions:

**SPECIAL RESOLUTIONS**

**2. The Amendments to the Articles of Association**

- (a) To consider and approve the amendments to article 3.4 of the Articles of Association (as set out in the Appendix to the circular of the Company dated 9 May 2013).

\* For identification purpose only

- (b) To consider and approve the proposed amendments to article 9.8 of the Articles of Association (as set out in the Appendix to the circular of the Company dated 9 May 2013).

By order of the Board  
**Zhaojin Mining Industry Company Limited\***  
**Lu Dongshang**  
*Chairman*

Zhaoyuan, the PRC, 9 May 2013

*Notes:*

1. A supplemental form of proxy in respect of the above special resolutions is enclosed with this supplemental notice of H Shares Class Meeting.
2. Apart from the additional resolutions and other information set out in this supplemental notice of H Shares Class Meeting, all other matters relating to the H Shares Class Meeting as set out in the notice of H Shares Class Meeting remain unchanged. Please refer to the notice of H Shares Class Meeting of the Company dated 8 April 2013 for details of other resolutions to be considered and approved at the H Shares Class Meeting, eligibility of attendance, registration procedures, appointment of proxies and other relevant matters.
3. Unless otherwise defined, capitalized terms used in this supplemental notice shall have the same meanings as defined in the circular of the Company dated 9 May 2013.

As at the date of this supplemental notice, members of the Board comprise:

*Executive Directors:* Mr. Lu Dongshang, Mr. Weng Zhanbin and Mr. Li Xiuchen

*Non-executive Directors:* Mr. Liang Xinjun, Mr. Cong Jianmao, Mr. Ye Kai and Mr. Kong Fanhe

*Independent non-executive Directors:* Mr. Ye Tianzhu, Ms. Chen Jinrong, Mr. Choy Sze Chung Jojo and Mr. Xie Jiyuan

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