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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)

WAIVER UNDER RULES 14.60A AND 14.62 OF THE LISTING RULES

Reference is made to (i) the announcement of Zhaojin Mining Industry Company Limited (the “**Company**”) dated 29 December 2015 (the “**Acquisition Announcement**”) relating to the Acquisition, (ii) the announcement of the Company dated 12 January 2016 (the “**Waiver Announcement**”) in relation to the grant of waiver under Rules 14.60A and 14.62 of the Listing Rules, (iii) the announcement of the Company dated 29 January 2016 (the “**Further Waiver Announcement**”) in relation to the further grant of waiver under Rules 14.60A and 14.62 of the Listing Rules, (iv) the announcement of the Company dated 26 February 2016 (the “**Second Delay in Despatch Announcement**”) in relation to, among others, the delay in the despatch of a whitewash circular relating to the Acquisition (the “**Circular**”) and further grant of waiver under Rules 14.60A and 14.62 of the Listing Rules; and (v) the announcement of the Company dated 31 May 2016 (the “**Third Delay in Despatch Announcement**”, together with the Waiver Announcement, the Further Waiver Announcement and the Second Delay in Despatch Announcement, the “**Extension Announcements**”) in relation to, among others, further delay in the despatch of the Circular and application for waiver under Rules 14.60A and 14.62 of the Listing Rules.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Acquisition Announcement and the Extension Announcements.

As disclosed in the Third Delay in Despatch Announcement, in view of the further delay in the despatch date of the Circular from 27 May 2016 to 29 July 2016, the Company has applied for a waiver from the Stock Exchange with respect to strict compliance with Rules 14.60A and 14.62 of the Listing Rules. The Stock Exchange has granted the waiver sought subject to the conditions that:

- (i) the Company will include the required information under Rule 14.60A of the Listing Rules in the Circular;

- (ii) the Company will submit the required information under Rule 14.62 of the Listing Rules on or before 29 July 2016; and
- (iii) the Company will disclose details of this waiver by way of an announcement.

The Stock Exchange may withdraw or change the terms of the above waiver if the Company's situation changes.

By order of the Board
Zhaojin Mining Industry Company Limited*
Weng Zhanbin
Chairman

Zhaoyuan, the PRC, 1 June 2016

As at the date of this announcement, the board of directors comprises:

Executive Directors: *Mr. Weng Zhanbin, Mr. Li Xiuchen and Mr. Cong Jianmao*

Non-executive Directors: *Mr. Liang Xinjun, Mr. Xu Xiaoliang, Mr. Li Shousheng and Mr. Gao Min*

Independent non-executive Directors: *Ms. Chen Jinrong, Mr. Choy Sze Chung Jojo, Mr. Wei Junhao and Mr. Shen Shifu*

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* *For identification purposes only*