

**IN THE MATTER OF THE COMPANIES ACT 1981  
(the “Act”)**

**AND**

**IN THE MATTER OF**

**CHINA MINING RESOURCES GROUP LIMITED  
(the “Company”)**

**NOTICE OF REDUCTION OF ISSUED SHARE CAPITAL  
AND CANCELLATION OF SHARE PREMIUM**

NOTICE IS HEREBY GIVEN pursuant to Section 46(2)(a) of the Act that subject to the satisfaction of certain conditions, the Company proposes to:

- (i) reduce its issued share capital from HK\$1,691,497,221.10 by HK\$1,522,347,498.99 to HK\$169,149,722.11 by cancelling paid-up capital to the extent of HK\$0.09 on each issued ordinary share of HK\$0.10 (the “**Capital Reduction**”); and
- (ii) cancel the entire amount standing to the credit of the share premium account of the Company in an amount of between HK\$3,548,587,824.49 and HK\$3,552,587,824.49 (the “**Share Premium Cancellation**”).

It is intended that conditional upon the satisfaction of certain conditions, the Capital Reduction and the Share Premium Cancellation will take effect on or about 19 February, 2016.

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Conyers Dill & Pearman  
Attorneys to the Company

Dated this 28<sup>th</sup> day of January, 2016.