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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1164)

DELAY IN COMPLETION OF MAJOR TRANSACTION AND CONNECTED TRANSACTION IN RELATION TO THE ACQUISITION OF THE ENTIRE EQUITY OF BEIJING SINO-KAZAKH

This announcement is made by CGN Mining Company Limited (the “**Company**”) pursuant to Rules 14.36 and 14A.35 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcement of the Company dated 16 May 2014 and the circular dated 30 June 2014 (the “**Circular**”) in relation to the entering into of the conditional Share Purchase Agreement between the Company and CGNPC-URC. Unless otherwise stated, terms used herein have the same meaning as defined in the Circular.

Pursuant to the Share Purchase Agreement, Completion is subject to the satisfaction or waiver by the Company of certain conditions precedent (as the case may be) provided under the Share Purchase Agreement (the “**Conditions Precedent**”), which shall be fulfilled or waived by 31 December 2014 (or such other date as may be agreed by both parties) (the “**Long Stop Date**”).

As additional time is required for the satisfaction of certain Conditions Precedent, it is expected that the satisfaction of the Conditions Precedent may not take place on or before 31 December 2014. The Company and CGNPC-URC have agreed to postpone the Long Stop Date to 31 March 2015 according to the Share Purchase Agreement.

Further announcement will be made by the Company upon Completion.

By Order of the Board
CGN Mining Company Limited
Yu Zhiping
Chief Executive Officer

Hong Kong, 29 December 2014

As at the date of this announcement, the board of Directors of the Company comprises two executive Directors: Mr. Yu Zhiping (chief executive officer) and Mr. He Zuyuan, four non-executive Directors: Mr. Zhou Zhenxing (chairman), Mr. Chen Qiming, Mr. Yin Engang and Mr. Huang Jianming, and three independent non-executive Directors: Mr. Lee Kwok Tung Louis, Mr. Qiu Xianhong and Mr. Gao Pei Ji.

* *for identification purposes only*