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中广核矿业有限公司*
CGN Mining Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1164)

RESIGNATION AND APPOINTMENT OF DIRECTORS

The Board announces that with effect from 29 June 2016:

1. Mr. Chen Qiming, currently a non-executive Director of the Company, has resigned as the non-executive Director due to work re-allocation;
2. Mr. Yin Engang, currently a non-executive Director and a member of the Audit Committee of the Company, has resigned as the non-executive Director and a member of the Audit Committee due to his other business commitments;
3. Mr. Fang Chunfa has been appointed as a non-executive Director and a member of the Audit Committee of the Company; and
4. Mr. Wu Junfeng has been appointed as a non-executive Director of the Company.

RESIGNATION OF DIRECTORS

The board (the “Board”) of directors (each a “Director”) of CGN Mining Company Limited (the “Company”, together with its subsidiaries, the “Group”) announces that with effect from 29 June 2016:

1. Mr. Chen Qiming (“Mr. Chen”), currently a non-executive Director of the Company, has resigned as the non-executive Director due to work re-allocation; and
2. Mr. Yin Engang (“Mr. Yin”), currently a non-executive Director and a member of the audit committee of the Company (the “Audit Committee”), has resigned as the non-executive Director and a member of the Audit Committee due to his other business commitments.

Each of Mr. Chen and Mr. Yin has confirmed that he has no disagreement with the Board and there are no other matters in respect of his resignation as the Director that need to be brought to the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. Chen and Mr. Yin for their past contribution to the Company during their tenure of office as the non-executive Directors.

APPOINTMENT OF DIRECTORS

The Board further announces that with effect from 29 June 2016:

1. Mr. Fang Chunfa (“Mr. Fang”) has been appointed as a non-executive Director and a member of the Audit Committee of the Company; and
2. Mr. Wu Junfeng (“Mr. Wu”) has been appointed as a non-executive Director of the Company.

The biographies of the newly appointed Directors are as follows:

Mr. Fang Chunfa, aged 47, is currently a general manager of the strategic planning department of China General Nuclear Power Corporation* (中國廣核集團有限公司) (“CGNPC”) and CGN Power Co., Ltd.* (中國廣核電力股份有限公司) (“CGN Power”). The shares of CGN Power are listed on the main board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Mr. Fang joined Guangdong Nuclear Power Joint Venture Company Limited* (廣東核電合營有限公司) in June 1993 and he served successively as the secretary to the board of directors, the deputy manager of the administration department and the manager of the operation management department at Daya Bay Nuclear Power Operations & Management Company Limited* (大亞灣核電運營管理有限責任公司) from March 2003 to August 2011. Mr Fang served as the director of the research center of CGNPC from August 2011 to May 2014. He also served as the secretary of the board of directors and the company secretary of CGN Power from March 2014 to March 2016 and April 2014 to March 2016 respectively. Moreover, Mr. Fang has served as a director of China General Nuclear Capital Holdings Co. Ltd.* (中廣核資本控股有限公司) since March 2016. Mr. Fang graduated from Beijing Foreign Studies Institute (北京外國語學院) with major in English language in July 1989, and obtained a master’s degree in business administration from Huazhong University of Science and Technology (華中科技大學) in June 2009. Mr. Fang was accredited as a senior engineer by CGNPC in December 2003.

Mr. Fang has entered into a service agreement with the Company for an initial term of two years commencing from 29 June 2016 and will continue thereafter until terminated by not less than three months’ notice in writing served by either party to the other. Mr. Fang is entitled to an annual salary of HK\$150,000, which was determined by the Company with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company’s affairs.

Save as disclosed above, as at the date of this announcement, Mr. Fang did not have any other relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company and did not hold any directorship and position in the Group or in other listed companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. As at the date of this announcement, Mr. Fang does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the “SFO”).

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the shareholders. There is no other information regarding Mr. Fang which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders.

Mr. Wu Junfeng, aged 43, is currently a general manager of the asset operations department of CGNPC and CGN Power, a general manager of Guangzhou Nuclear Power Investment Co., Ltd* (廣東核電投資有限公司) and an executive director of Shenzhen Neng Zhi Hui Investment Co., Ltd.* (深圳市能之滙有限公司). Mr. Wu joined the audit department of CGNPC in July 2000. He successively served positions including the manager of integrated department (綜合部) of Shenzhen Daya Bay Commercial Investment & Management Co. Limited* (深圳市大亞灣商業投資管理有限公司), the deputy director of the accounting department of China Nuclear Power Engineering Co., Ltd.* (中廣核工程有限公司), the general accountant of China Technology Co., Ltd.* (北京廣利核系統工程有限公司), the assistant general manager of the finance department of CGNPC and the general accountant of Yangjiang Nuclear Power Co., Ltd.* (陽江核電有限公司) from November 2002 to May 2016. Mr. Wu graduated from Southwestern University of Finance and Economics (西南財經大學) in 1995 with major in statistics and obtained a bachelor’s degree in science. In 2000 and 2009, he obtained a master of management degree in accounting and a doctorate of management degree in accounting from Southwestern University of Finance and Economics. Mr. Wu possess the qualification as a certified public accountant in the People’s Republic of China.

Mr. Wu has entered into a service agreement with the Company for an initial term of two years commencing from 29 June 2016 and will continue thereafter until terminated by not less than three months’ notice in writing served by either party to the other. Mr. Wu is entitled to an annual salary of HK\$150,000, which was determined by the Company with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company’s affairs.

Save as disclosed above, as at the date of this announcement, Mr. Wu did not have any other relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company and did not hold any directorship and position in the Group or in other listed companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. As at the date of this announcement, Mr. Wu does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the shareholders. There is no other information regarding Mr. Wu which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders.

By Order of the Board
CGN Mining Company Limited
Zhou Zhenxing
Chairman

Hong Kong, 29 June 2016

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. Xing Jianhua, three non-executive Directors: Mr. Zhou Zhenxing (chairman), Mr. Fang Chunfa and Mr. Wu Junfeng, and three independent non-executive Directors: Mr. Qiu Xianhong, Mr. Gao Pei Ji and Mr. Lee Kwok Tung Louis.

* *For identification purpose only*