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JINCHUAN 金川

JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD

金川集團國際資源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2362)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Gao has tendered his resignation as an independent non-executive Director with effect from 9 July 2014. Upon his resignation, Mr. Gao will also cease to be chairman of the remuneration committee, a member of each of the audit committee and nomination committee of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “Board”) of directors (the “Directors”) of Jinchuan Group International Resources Co. Ltd (the “Company”) announces that Mr. Gao Dezhu (“Mr. Gao”) has tendered his resignation as an independent non-executive Director with effect from 9 July 2014 due to his own decision to devote more time to his personal commitment.

Mr. Gao has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Company would like to express its sincere gratitude to Mr. Gao for his invaluable contribution to the Company during his tenure of office.

CHANGES IN COMPOSITION OF REMUNERATION COMMITTEE, AUDIT COMMITTEE AND NOMINATION COMMITTEE

Following the resignation of Mr. Gao, he will also cease to be chairman of the remuneration committee and a member of each of the audit committee and nomination committee of the Company with effect from 9 July 2014.

COMPLIANCE WITH LISTING RULES

Following the resignation of Mr. Gao, the Company has only two independent non-executive Directors and two audit committee members, the number of which falls below the minimum number required under Rule 3.10(1), Rule 3.10A and Rule 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). In addition, the remuneration committee is not chaired by an independent non-executive Director, contrary to Rule 3.25 of the Listing Rules.

The Company is endeavouring to identify a suitable candidate to fill the vacancy as soon as practicable within three months from the date of resignation of Mr. Gao pursuant to Rule 3.11, Rule 3.23 and rule 3.27 of the Listing Rules. The Company will make a further announcement as and when appropriate.

By Order of the Board
Jinchuan Group International Resources Co. Ltd
Wong Tak Chuen
Company Secretary

Hong Kong, 9 July 2014

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Yang Zhiqiang, Mr. Zhang Sanlin, Mr. Zhang Zhong, Mr. Chen Dexin and Mr. Douglas Campbell Walter Ritchie; one non-executive director, namely Mr. John Adam Ferreira; and two independent non-executive directors, namely Mr. Wu Chi Keung and Mr. Yen Yuen Ho, Tony.