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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)**

## **ESTABLISHMENT OF NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Jinchuan Group International Resources Co. Ltd (the “**Company**”) announces that a nomination committee (the “**Nomination Committee**”) of the Company comprising Mr. Yang Zhiqiang as chairman and Mr. Gao Dezhu, Mr. Wu Chi Keung and Mr. Yen Yuen Ho, Tony as members has been established by the Board with written terms of reference with effect from 14 March 2012. Mr. Yang Zhiqiang is the Chairman of the Board and Mr. Gao Dezhu, Mr. Wu Chi Keung and Mr. Yen Yuen Ho, Tony are independent non-executive Directors.

The primary duties of the Nomination Committee include but not limited to the following:

- 1) to review the structure, size and composition (including the skills, knowledge and experience) of the Board on a regular basis and make recommendations any proposed changes to the board to complement the Company’s corporate strategy;
- 2) to identify, select and nominate individuals suitably qualified to become Board members and make recommendations to the Board;
- 3) to assess the independence of independent non-executive Directors on its appointment or when their independence is called into question; and
- 4) to make recommendations to the Board on the appointment or re-appointment of the Directors and succession plans for the Directors.

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

Hong Kong, 15 March 2012

*As at the date of this announcement, the Board consists of five executive Directors, namely Mr. Yang Zhiqiang, Mr. Zhang Sanlin, Mr. Zhang Zhong, Ms. Deng Wen and Ms. Maria Majoire Lo, three non-executive Directors, namely Mr. Gao Tianpeng, Mr. Qiao Fugui and Ms. Zhou Xiaoyin, and three independent non-executive Directors, namely Mr. Gao Dezhu, Mr. Wu Chi Keung and Mr. Yen Yuen Ho, Tony.*