



CHINA MINING INTERNATIONAL LIMITED

中矿国际有限公司

(Incorporated in the Cayman Islands)

(Company Registration No. CT-140095)

AMENDED AND RESTATED CONDITIONAL SALE AND PURCHASE AGREEMENT ENTERED INTO BY THE COMPANY ON 31 DECEMBER 2014
- ENTRY INTO SUPPLEMENTAL LETTER

All capitalised terms used and not defined herein shall have the same meanings given to them in the December 2014 Announcement (as defined below).

1. Introduction

The board of Directors (the “**Board**”) of China Mining International Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) refers to the announcement released on 31 December 2014 (“**December 2014 Announcement**”) in relation to the amended and restated conditional sale and purchase agreement entered into between the Company and the Vendors (collectively, “**Parties**”).

2. Entry into Supplemental Letter

The Board wishes to announce that by way of a supplemental letter dated 30 June 2015 (“**Supplemental Letter**”), the Company and the Vendors have agreed to extend the long-stop date for the fulfilment of the conditions precedent in the Amended and Restated SPA to 30 June 2016 or such other date as the Parties may mutually agree in writing (the “**Long-stop Date**”).

Save for the above, all the other terms of the Amended and Restated SPA remain unchanged.

The Parties have agreed to extend the Long-stop Date so as to allow the Parties more time to satisfy certain conditions precedent as set out in the Amended and Restated SPA.

3. Further possible amendments to the Amended and Restated SPA

As announced by the Company on 14 April 2015 in reply to the queries from the Singapore Exchange Securities Trading Limited, the Board wishes to emphasise that the Parties are currently still working on possible revised terms to the Amended and Restated SPA, which may include, but not limited to, the portfolio of the exploration and mining projects that will form part of the group of companies to be acquired by the Company pursuant to the Proposed Acquisition, the purchase consideration for the Proposed Acquisition and the number of consideration shares to be issued in partial satisfaction of the purchase consideration.

Shareholders of the Company and potential investors should exercise caution when trading in the shares of the Company as there is no certainty or assurance as at the date of this announcement that (a) the terms of the Proposed Acquisition will not change from those set out in the Amended and Restated SPA and the Supplemental Letter; and (b) the Proposed Acquisition will be completed, and where in doubt as to the action they should take, they should consult their legal, financial, tax or other advisers.

BY ORDER OF THE BOARD

Mr. Li Bin
CEO and Executive Director
30 June 2015