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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)**

## **CONVERSION OF CONVERTIBLE BONDS**

On 3 May 2016, the Company received a formal notice from China Uranium Development (as the Bondholder) for the exercise of the conversion rights attached to the Convertible Bonds in respect of the principal amount of HK\$300,000,000 at the Conversion Price of HK\$0.23 per Conversion Share. The portion of Convertible Bonds of which the conversion rights are being exercised represents all the remaining principal amount of the Convertible Bonds held by the Bondholder. Upon completion of the Conversion, China Uranium Development no longer holds any Convertible Bonds which have not yet been exercised.

Reference is made to the announcements of CGN Mining Company Limited (the “**Company**”) dated 18 August 2011 and 15 June 2015 (the “**Announcements**”) in relation to (among other matters) the issue and subscription of the Convertible Bonds in the principal amount of HK\$600,000,000 and the exercise of the conversion rights attached to the Convertible Bonds with the principal amount of HK\$300,000,000. Terms used herein shall have the same meanings as defined in the Announcements unless the context requires otherwise.

## **CONVERSION OF CONVERTIBLE BONDS**

On 3 May 2016, the Company received a formal notice from China Uranium Development Company Limited (“**China Uranium Development**”) (as the Bondholder) for the exercise of the conversion rights attached to the Convertible Bonds in respect of the remaining principal amount of HK\$300,000,000 at the Conversion Price of HK\$0.23 per Conversion Share (the “**Conversion**”). In accordance with the Conversion requirement, 1,304,347,826 Conversion Shares have been allotted and issued by the Company to China Uranium Development on 9 May 2016.

The issued 1,304,347,826 Conversion Shares represent (i) approximately 28.13% of the issued share capital of the Company before the Conversion and (ii) approximately 21.95% of the issued share capital of the Company as enlarged by the issue of such Conversion Shares. Upon completion of the Conversion, China Uranium Development no longer holds any Convertible Bonds which have not yet been exercised.

## SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the allotment and issue of the 1,304,347,826 Conversion Shares:

<b>Name of Shareholder</b>	<b>Before the allotment and issue of 1,304,347,826 Conversion Shares</b>		<b>Immediately after the allotment and issue of 1,304,347,826 Conversion Shares</b>	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
China Uranium Development ( <i>Note</i> )	2,974,347,826	64.15	4,278,695,652	72.02
Other shareholders	1,662,586,993	35.85	1,662,586,993	27.98
<b>Total</b>	<b>4,636,934,819</b>	<b>100.00</b>	<b>5,941,282,645</b>	<b>100.00</b>

*Note:* China Uranium Development is solely and beneficially owned by CGNPC Uranium Resources Co. Ltd., and the latter is held by China General Nuclear Power Corporation.

Based on the information that is publicly available to the Company and within the knowledge of the Directors of the Company, upon the completion of the Conversion, the number of Shares of the Company which are in the hands of the public is still higher than the relevant prescribed minimum percentage as required under the Listing Rules.

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

Hong Kong, 9 May 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. Chen Qiming and Mr. Yin Engang, and three independent non-executive Directors: Mr. Qiu Xianhong, Mr. Gao Pei Ji and Mr. Lee Kwok Tung Louis.*

\* *For identification purpose only*