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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1164)

**CHANGE OF DIRECTORS, CHANGE OF CHIEF FINANCIAL OFFICER,
APPOINTMENT OF JOINT COMPANY SECRETARY, CHANGE OF
COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE
AND NOMINATION COMMITTEE**

The Board of the Company announces that:

- 1) Mr. Li has tendered his resignation as an executive Director, a chief financial officer and from memberships from all committees (if any) of the Company with effect from 5 December 2013.
- 2) Mr. Wei and Ms. Jin have each tendered their resignations as a non-executive Director and from memberships from all committees (if any) of the Company with effect from 5 December 2013. Mr. Wei has been re-designated as a vice president of the Company with effect from 5 December 2013. Ms. Jin has been appointed as the chief financial officer of the Company with effect from 5 December 2013.
- 3) Mr. Yu, Chairman of the Board and a non-executive Director of the Company has been re-designated as the chief executive officer and as an executive Director of the Company with effect from 5 December 2013.
- 4) Mr. He, an executive Director of the Company has been re-designated from the chief executive officer to an executive vice president of the Company with effect from 5 December 2013.
- 5) Mr. Zhou, Mr. Xing and Mr. Chen have each been appointed as a non-executive Director of the Company with effect from 5 December 2013.
- 6) Mr. Zhou has further been appointed as the Chairman of the Board with effect from 5 December 2013.
- 7) Ms. Lai has been appointed as the joint company secretary of the Company with effect from 5 December 2013.
- 8) Following the changes to the Directors set out above, corresponding changes have been made to the chairman and members of each of the Audit Committee, Remuneration Committee and Nomination Committee of the Company.

RESIGNATION OF DIRECTORS

The Board of the Company announces that due to the decision to devote more time to other career developments, Mr. Li has tendered his resignation as an executive Director and from memberships from all committees of the Company with effect from 5 December 2013.

The Board announces that due to the decision to devote more time to other career developments, Mr. Wei has tendered his resignation as a non-executive Director and from memberships from all committees (if any) of the Company with effect from 5 December 2013. Mr. Wei has been re-designated as a vice president of the Company with effect from 5 December 2013.

The Board announces that due to the decision to devote more time to other career developments, Ms. Jin has tendered her resignation as a non-executive Director and from memberships from all committees (if any) of the Company with effect from 5 December 2013. Ms. Jin has been appointed as the chief financial officer of the Company with effect from 5 December 2013. Details of her appointment as the chief financial officer is set out below.

Each of Mr. Li, Mr. Wei and Ms. Jin confirms that he/she does not have any disagreement with the Board and that there is no other matter relating to their resignations which need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Li, Mr. Wei and Ms. Jin for their invaluable contribution to the Board during their term of office with the Company.

RE-DESIGNATION OF DIRECTORS

Mr. Yu Zhiping

The Board announces that Mr. Yu, was re-designated from the Chairman and a non-executive Director of the Company to the chief executive officer and an executive Director of the Company with effect from 5 December 2013.

Mr. Yu, aged 50, a senior engineer, was appointed a non-executive Director of the Company on 18 August 2011. He is currently the general manager of CGNPC-URC. Prior to that, he was the secretary general of the Financial and Economic Affairs Committee, director of the research centre, and a general manager of the strategic planning department of CGNPC. Mr. Yu has over 23 years of experience in corporate management and uranium exploration. Mr. Yu is currently the chairman of Swakop Uranium (Pty) Limited and a non-executive director of North River Resources plc (which is listed on AIM of the London Stock Exchange, ticker: NRRP). Mr. Yu graduated with a bachelor's degree in engineering mechanics from Huazhong University of Science & Technology in 1985.

The length of service of Mr. Yu as an executive Director of the Company is determined in accordance with his service contract and the Articles. Mr. Yu's appointment may be terminated by Mr. Yu giving the Company three months' notice of termination and/or otherwise in accordance with the Articles.

As an executive Director of the Company, Mr. Yu is entitled to a fee of HK\$950,000 per annum which has been determined with reference to his experience, duties and responsibilities with the Company.

As at the date of this announcement, Mr. Yu is (within the meaning of Part XV of the SFO) not interested in any shares of the Company.

Save as disclosed above, Mr. Yu is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years or any other position with the Group.

Save as disclosed above, Mr. Yu confirms that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yu confirms that there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

Mr. He Zuyuan

The Board announces that Mr. He, an executive Director of the Company, was re-designated from the chief executive officer of the Company to an executive vice president of the Company with effect from 5 December 2013.

Mr. He, aged 47, is an executive Director, executive vice president and authorised representative of the Company. He was appointed an executive Director on 18 August 2011. He joined CGN Group in 2007 and is currently a deputy general manager of CGNPC-URC. He had served as a chief financial officer of CGNPC-URC. Mr. He has over 21 years of experience in uranium exploration and financial management. He has worked for Nanjing Zhongda Group for 3 years, serving as its chief financial officer and vice president. Mr. He is currently a director of Beijing Sino-Kaz Uranium Resources Investment Company Limited, Energy Metals Ltd. (which is listed in Australia, stock code: EME), China Uranium Development Company Limited, North River Resources plc (which is listed on AIM of the London Stock Exchange, ticker: NRRP), Taurus Mineral Limited and Semizbay-U LLP. He was once a director of Kalahari Minerals and Extract Resources Pty Ltd. Mr. He graduated with a bachelor degree from East China Institute of Geology in 1988 and was also awarded an MBA degree from Tsinghua University.

The length of service of Mr. He as an executive Director of the Company is determined in accordance with his service contract and the Articles. Mr. He's appointment may be terminated by Mr. He giving the Company three months' notice of termination and/or otherwise in accordance with the Articles.

As an executive Director of the Company, Mr. He is entitled to a fee of HK\$864,000 per annum which has been determined with reference to his experience, duties and responsibilities with the Company.

As at the date of this announcement, Mr. He is (within the meaning of Part XV of the SFO) not interested in any shares of the Company.

Save as disclosed above, Mr. He is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years or any other position with the Group.

Save as disclosed above, Mr. He confirms that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. He confirms that there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF DIRECTORS

Mr. Zhou Zhenxing

The Board announces that Mr. Zhou has been appointed as the Chairman and a non-executive Director of the Company with effect from 5 December 2013.

Mr. Zhou, aged 56, is currently the chairman of the board of CGNPC-URC and the chairman of the board of Guangdong Daya Bay Nuclear Power Services (Group) Co., Ltd. Mr. Zhou joined China National Nuclear Corporation in March 1989 as an engineer of the general affairs division of the nuclear resources bureau department between March 1989 and May 1991 and was the deputy director of the general affairs division of the nuclear resources bureau department between June 1991 and December 1992, and subsequently the secretary to the executive deputy general manager (which is the equivalent of head of divisions* (正處級)) of China National Nuclear Corporation between January 1993 and January 1996. Between July 1996 and December 1999, he joined Unilever Wall's (China) Co., Ltd. as vice general manager and head of human resources & external relations, concurrently between July 1998 to April 2001, he also served as vice president of Sumstar Group Co., Ltd., a company under Ministry of Light Industry. Between May 2001 and March 2003, Mr. Zhou joined China Universities Intelligence Bank Co., Ltd. as the executive vice president, head of human resources and head of project management. Between April 2003 and September 2006, Mr. Zhou joined Galaxy Captek Co., Ltd. a member of CGN Group, as general manager. Between October 2006 and August 2009 he was the general manager of CGNPC-URC. He has been the chairman of the board of CGNPC-URC since August 2009. Mr. Zhou graduated with a bachelor of engineering degree in metal materials engineering from the Hebei University of Science and Technology and with a master of engineering degree in metal materials and heat treatment from the Harbin Institute of Technology.

The length of service of Mr. Zhou as a non-executive Director of the Company is determined in accordance with his service contract and the Articles. Mr. Zhou's appointment may be terminated by Mr. Zhou giving the Company three months' notice of termination and/or otherwise in accordance with the Articles.

As a non-executive Director of the Company, Mr. Zhou is entitled to a Director's fee of HK\$200,000 per annum which has been determined with reference to his experience, duties and responsibilities with the Company.

The term of Mr. Zhou's appointment with the Company will continue until the date of next annual general meeting of the Company. Unless reappointed at such meeting and subject to the provisions of the Articles and other applicable laws, a Director must vacate office.

As at the date of this announcement, Mr. Zhou is (within the meaning of Part XV of the SFO) not interested in any shares of the Company.

Save as disclosed above, Mr. Zhou is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Mr. Zhou confirms that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Zhou confirms that there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Zhou as Chairman and as a non-executive Director of the Company.

Mr. Xing Jianhua

The Board announces that Mr. Xing has been appointed as a non-executive Director of the Company with effect from 5 December 2013.

Mr. Xing, aged 42, is currently the general manager of the finance department at CGNPC. Prior to this, he was the deputy general manager of the finance department at CGNPC and before that the assistant general manager of its finance department. In March 2002, he joined Changsha Research Institute of Mining and Metallurgy Co., Ltd as head of the finance department and he resigned from the position in April 2005. Between April 2005 and February 2006, Mr. Xing was the general manager of the finance department of China Potevio Co., Ltd. In February 2006, Mr. Xing joined the accounting division of the finance department of China Guangdong Nuclear Power Engineering Co., Ltd and in April 2006, he was promoted to head of the accounting division of the finance department. In June 2007, he was further promoted to head of the finance project investment control department of China Guangdong Nuclear Power Engineering Co., Ltd. In May 2008, he joined CGNPC as assistant general manager of the finance department and then between May 2009 and January 2012, he was promoted to the deputy general of the finance department. Since January 2012, Mr. Xing holds the position of the general manager of the finance department of CGNPC. Mr. Xing graduated with a bachelor's degree in mining engineering from Hunan University of Science and Technology and a master's degree in accounting from Wuhan University of Technology.

The length of service of Mr. Xing as a non-executive Director of the Company is determined in accordance with his service contract and the Articles. Mr. Xing's appointment may be terminated by Mr. Xing giving the Company three months' notice of termination and/or otherwise in accordance with the Articles.

As a non-executive Director of the Company, Mr. Xing is entitled to a Director's fee of HK\$150,000 per annum which has been determined with reference to his experience, duties and responsibilities with the Company.

The term of Mr. Xing's appointment with the Company shall continue until the date of next annual general meeting of the Company. Unless reappointed at such meeting and subject to the provisions of the Articles and other applicable laws, a Director must vacate office.

As at the date of this announcement, Mr. Xing is (within the meaning of Part XV of the SFO) not interested in any shares of the Company.

Save as disclosed above, Mr. Xing is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Mr. Xing confirms that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Xing confirms that there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Xing as a non-executive Director of the Company.

Mr. Chen Qiming

The Board announces that Mr. Chen has been appointed as a non-executive Director of the Company with effect from 5 December 2013.

Mr. Chen, aged 51, is a non-executive director of Silver Grant International Industries Limited (which is listed on the main board of the Stock Exchange: stock code: 171) and vice chairman of its board of directors since 15 February 2012. He is a senior engineer in the PRC. Mr. Chen has over 15 years of experience in the power industry. Mr. Chen joined CGNPC, a substantial shareholder of Silver Grant International Industries Limited, in 1996 and served various positions including head of the construction contract division of Ling Ao Nuclear Power Co., Ltd., a subsidiary of CGNPC, manager of the contract procurement department of Liaoning Hongyanhe Nuclear Power Co., Ltd., manager of the contract and procurement department of China Nuclear Power Engineering Co., Ltd. and the deputy general manager and general manager of the capital operation department of CGNPC. He obtained a bachelor of science in engineering from the East China University of Metallurgy in 1984 and a master in economics from the University of International Business and Economics in 2003.

The length of service of Mr. Chen as a non-executive Director of the Company is determined in accordance with his service contract and the Articles. Mr. Chen's appointment may be terminated by Mr. Chen giving the Company three months' notice of termination and/or otherwise in accordance with the Articles.

As a non-executive Director of the Company, Mr. Chen is entitled to a Director's fee of HK\$150,000 per annum which has been determined with reference to his experience, duties and responsibilities with the Company.

The term of Mr. Chen's appointment with the Company will continue until the date of next annual general meeting of the Company. Unless reappointed at such meeting and subject to the provisions of the Articles and other applicable laws, a Director must vacate office.

As at the date of this announcement, Mr. Chen is (within the meaning of Part XV of the SFO) not interested in any shares of the Company.

Save as disclosed above, Mr. Chen is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Mr. Chen confirms that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Chen confirms that there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Chen as a non-executive Director of the Company.

CHANGE OF CHIEF FINANCIAL OFFICER

The Board announces that Mr. Li has resigned from his office as the chief financial officer of the Company with effect from 5 December 2013. Mr. Li confirms that there is no other matter relating to his resignation which needs to be brought to the attention of the shareholders of the Company.

Following the resignation of Mr. Li as the chief financial officer of the Company, the Board announces that Ms. Jin has been appointed as the chief financial officer of the Company with effect from 5 December 2013.

Ms. Jin, aged 46, served as a non-executive Director of the Company from 5 July 2012 to 5 December 2013. She joined CGNPC-URC in 2011 and acted as its chief financial officer until now. Prior to that, Ms. Jin served as an official supervisor in the board of supervisors of State-owned Assets Supervision and Administration Commission of the State Council (SASAC) and as an official supervisor in the board of supervisors of large state-owned enterprises (which is the equivalent of head of divisions* (正處級)). Ms. Jin has over 18 years' experience in financial management in China. Currently, Ms. Jin is the Chairman of Beijing Sino-Kaz Uranium Resources Investment Company Limited and China Uranium Development. She is also a director of CGNPC Uranium Resource Xinjiang Co., Ltd, CGNPC Uranium Resource Guangdong Co., Ltd, CGNPC URC Logistics (Beijing) Co., Ltd, and "Semizbai-U" Limited Liability Partnership and a non-executive director of Energy Metals Ltd. (a listed company in Australia, stock code: EME). Since 26 March 2013, Ms. Jin was appointed as a director of Taurus Mineral Limited, Miraculum Mineral Limited and Thesaurus Mineral Limited, and since May 2013, she was appointed as a director of Extract Resources UK Limited. In 1989, Ms. Jin graduated with a bachelor degree in economics (major in Materials Economics Management) from Shaanxi Institute of Finance and Economics. In 2004, Ms. Jin was awarded a master degree in management (major in Accountancy) from Renmin University of China.

The Board would like to welcome Ms. Jin as the chief financial officer of the Company.

APPOINTMENT OF JOINT COMPANY SECRETARY

The Board announces that, in addition to Mr. Kong, Ms. Lai of KCS Hong Kong Limited has been appointed as the joint company secretary of the Company with effect from 5 December 2013.

Ms. Lai is a manager of KCS Hong Kong Limited. Ms. Lai has over 15 years' experience in the company secretarial field. She is a fellow member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom.

The Board would like to welcome Ms. Lai as company secretary of the Company.

CHANGE OF COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board announces that in connection with the change of Directors above, the members and/or chairman of each of the Audit Committee, Remuneration Committee and Nomination Committee have been changed and/or confirmed as follows:

Audit Committee

Mr. Qiu Xianhong (*Chairman*)

Mr. Xing Jianhua

Mr. Ling Bing

Remuneration Committee

Mr. Qiu Xianhong (*Chairman*)

Mr. Yu Zhiping

Mr. He Zuyuan

Mr. Huang Jinsong

Mr. Ling Bing

Nomination Committee

Mr. Zhou Zhenxing (*Chairman*)

Mr. Qiu Xianhong

Mr. Yu Zhiping

Mr. Huang Jinsong

Mr. Ling Bing

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Articles”	the articles of association of the Company, as amended from time to time
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors of the Company
“CGNPC”	中國廣核集團有限公司 China General Nuclear Power Corporation* (formerly known as 中國廣東核電集團有限公司 China Guangdong Nuclear Power Holding Corporation, Ltd.*), a state-owned enterprise established in the PRC and the sole shareholder of CGNPC-URC and the ultimate controlling shareholder of the Company
“CGNPC-URC”	中廣核鈾業發展有限公司 CGNPC Uranium Resources Co., Ltd.*, a company established in the PRC with limited liability and the sole shareholder of China Uranium Development
“CGN Group”	CGNPC and its subsidiaries
“China Uranium Development”	China Uranium Development Company Limited 中國鈾業發展有限公司, a company incorporated in Hong Kong with limited liability and the controlling shareholder of the Company
“Chairman”	the chairman of the Board
“Company”	CGN Mining Company Limited 中廣核礦業有限公司*, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the main board of the Stock Exchange (stock code: 1164)
“controlling shareholder”	has the same meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company, including the independent non-executive directors
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Chen”	Mr. Chen Qiming (陳啓明)
“Mr. He”	Mr. He Zuyuan (何祖元)
“Mr. Kong”	Mr. Kong Chun Hin Jason (江俊軒)

“Mr. Li”	Mr. Li Xianli (李現立)
“Mr. Wei”	Mr. Wei Qiyao (魏其岩)
“Mr. Xing”	Mr. Xing Jianhua (辛建華)
“Mr. Yu”	Mr. Yu Zhiping (余志平)
“Mr. Zhou”	Mr. Zhou Zhenxing (周振興)
“Ms. Jin”	Ms. Jin Yunfei (靳雲飛)
“Ms. Lai”	Ms. Lai Siu Kuen (黎少娟)
“Nomination Committee”	the nomination committee of the Company
“PRC”	the People’s Republic of China
“Remuneration Committee”	the remuneration committee of the Company
“SFO”	Securities and Futures Ordinance (Cap. 571)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder”	has the same meaning ascribed to it under the Listing Rules

* *For identification purposes only*

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

5 December 2013

As at the date of this announcement, the executive Directors are Mr. Yu Zhiping (chief executive officer) and Mr. He Zuyuan, the non-executive Directors are Mr. Zhou Zhenxing (Chairman), Mr. Chen Qiming, Mr. Xing Jianhua and Mr. Huang Jianming, and the independent non-executive Directors are Mr. Ling Bing, Mr. Qiu Xianhong and Mr. Huang Jinsong.