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*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 01164)**

## **VOLUNTARY ANNOUNCEMENT DISPOSAL OF PROPERTY**

### **DISPOSAL OF PROPERTY**

This announcement is made by the Company on a voluntary basis.

The Board is pleased to announce that on 28 December 2012, the Vendor, an indirect wholly-owned subsidiary of the Company, has completed the Disposal at a total consideration of HK\$31,338,000.

### **INTRODUCTION**

This announcement is made by the Company on a voluntary basis.

The Board is pleased to announce that on 28 December 2012, the Vendor, an indirect wholly-owned subsidiary of the Company, has completed the Disposal at a total consideration of HK\$31,338,000.

### **THE DISPOSAL**

Major terms of the Disposal are set out below:

#### **Date of Formal Agreement:**

30 November 2012

#### **Parties:**

**Vendor:** Wide Triumph Limited (弘勝有限公司\*), an indirect wholly-owned subsidiary of the Company.

**Purchaser:** You Four Limited, a company incorporated in Hong Kong with limited liability.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Purchaser and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

## **Property:**

Pursuant to the Formal Agreement, the Vendor agreed to dispose of, and the Purchaser agreed to acquire, the property at office No.7 on the 31st Floor of Tower One Lippo Centre, No. 89 Queensway, Hong Kong free from encumbrances. The Property is a commercial property.

## **Consideration:**

The consideration for the Disposal is HK\$31,338,000, which was agreed after arm's length negotiations between the Purchaser and the Vendor on normal commercial terms with reference to the market value of similar properties in the same or similar locations.

The Directors are of the view that the Preliminary Agreement and the Formal Agreement were entered into on normal commercial terms, and the transaction contemplated thereunder is fair and reasonable, in the best interests of the Company and the Shareholders as a whole.

## **DEFINITIONS**

Unless otherwise stated, the following words and phrases have the following meanings in this announcement:

“Board”	the board of Directors of the Company
“Company”	CGN Mining Company Limited 中廣核礦業有限公司*, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited (stock code: 1164)
“Directors”	the directors of the Company, including the independent non-executive Directors
“Disposal”	the disposal of the Property by the Vendor to the Purchaser pursuant to the Formal Agreement and the Preliminary Agreement
“Formal Agreement”	the formal sale and purchase agreement dated 30 November 2012 entered into between the Purchaser and the Vendor in relation to the Disposal
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“PRC”	the People's Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Preliminary Agreement”	the preliminary sale and purchase agreement dated 9 November 2012 entered into between the Purchaser and the Vendor in relation to the Disposal

“Property”	the property at office No.7 on the 31st Floor of Tower One Lippo Centre, No. 89 Queensway, Hong Kong
“Purchaser”	You Four Limited, a company incorporated in Hong Kong with limited liability
“Shareholder(s)”	the shareholder(s) of the Company
“Vendor”	Wide Triumph Limited (弘勝有限公司*), a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company

By Order of the Board  
**CGN Mining Company Limited**  
**Mr. He Zuyuan**  
*Chief Executive Officer*

Hong Kong, 31 December 2012

*As at the date of this announcement, the board of Directors of the Company comprises two executive Directors: Mr. He Zuyuan (chief executive officer) and Mr. Li Xianli, four non-executive Directors: Mr. Yu Zhiping (chairman), Mr. Wei Qiyan, Ms. Jin Yunfei and Mr. Huang Jianming, and three independent non-executive Directors: Mr. Ling Bing, Mr. Qiu Xianhong and Mr. Huang Jinsong.*

\* *for identification purposes only*