

**NOT FOR DISTRIBUTION TO ANY U.S. PERSON, TO/IN THE UNITED STATES OR TO/IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT**

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement. This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.*

*This announcement is not an offer to purchase, a solicitation of an offer to purchase or a solicitation of an offer to sell the Perpetual Securities. This announcement does not constitute, and may not be used in connection with, any form of offer or solicitation in the United States or any place where such offers or solicitations are not permitted by law. This announcement is not for release, publication or distribution in or into, or to any person resident and/or located in, the United States or any jurisdiction where such release, publication or distribution is unlawful.*



**MONGOLIAN MINING CORPORATION**

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

**(Stock Code: 975)**

**TERMINATION OF TENDER OFFER IN RELATION  
TO PERPETUAL SECURITIES ISSUED 4 MAY 2017**

This announcement is made by Mongolian Mining Corporation (the “**Company**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) of Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 26 November 2018 in relation to the commencement of the Tender Offer (the “**Announcement**”). Capitalized terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

**TERMINATION OF TENDER OFFER**

The Company hereby announces that the Tender Offer has been terminated on 6 December 2018. No Perpetual Securities have been purchased by the Company, and all Perpetual Securities tendered pursuant to the Offer will be returned to the tendering holders at the Company’s expense or in the case of book-entry Perpetual Securities, maintained in the name of the tendering holder at Euroclear or Clearstream. All Perpetual Securities will remain outstanding with their existing rights.

## **DEALER MANAGER AND INFORMATION AND TENDER AGENT**

In connection with the Tender Offer, Morgan Stanley & Co. International plc acted as the Dealer Manager and Lynchpin Bondholder Management as the Information and Tender Agent, each of whose contact details are set out below:

**(a) Dealer Manager:**

Morgan Stanley & Co. International plc  
Level 46  
International Commerce Centre  
1 Austin Road West  
Hong Kong  
Tel: +852 2239 1081  
Attention: Debt Capital Markets

**(b) Information and Tender Agent:**

Lynchpin Bondholder Management  
Wellington Plaza  
4th Floor, Suite 402  
56-58 Wellington Street  
Central, Hong Kong  
Tel: +852 2526-5405; Fax: +852 2526-5020  
Email: mminfo@lynchpinbm.com

For and on behalf of the Board  
**Mongolian Mining Corporation**  
**Odjargal Jambaljamts**  
*Chairman*

Hong Kong, 6 December 2018

*As at the date of this announcement, the board of directors of the Company consists of Mr. Odjargal Jambaljamts and Dr. Battengel Gotov, being the executive directors of the Company, Mr. Od Jambaljamts, Ms. Enkhtuvshin Gombo and Mr. Enkhtuvshin Dashtseren, being the non-executive directors of the Company, and Dr. Khashchuluun Chuluundorj, Mr. Unenbat Jigjid and Mr. Chan Tze Ching, Ignatius, being the independent non-executive directors of the Company.*