



## ASX/MEDIA ANNOUNCEMENT

2 August 2012

### ZIJIN TAKEOVER OFFER FOR NORTON UNCONDITIONAL

#### Highlights

- Zijin declares Norton recommended takeover offer wholly unconditional
- Norton's intention to declare \$0.02 per share special dividend and Record Date following repayment of existing secured debt facility
- Zijin has a relevant interest in 48.29% of Norton
- Offer is scheduled to close on Monday 20 August 2012
- Offer unanimously recommended by the Norton Board (in the absence of a superior proposal)

Jinyu (H.K.) International Mining Company Limited ("**Jinyu**"), a wholly owned subsidiary of Zijin Mining Group Co., Ltd, has notified Norton Gold Fields Limited ("**Norton**") [ASX: NGF] that it has received acceptances for its off-market takeover for Norton ("**Offer**") such that the Zijin group ("**Zijin**") now has a relevant interest of 48.29% in Norton (including Zijin's pre-existing 16.98% shareholding), and it has declared its Offer free of all defeating conditions. Following this development, Norton shareholders who accept the Offer from today will be sent payment within 1 month from the date of their acceptance. Norton shareholders who have already accepted the Offer will be sent payment within 1 month from yesterday. In any event, Norton shareholders will be sent payment within 21 days after the Offer closes.

With the Offer now unconditional, Norton intends to declare an unfranked special dividend of \$0.02 cents per share ("**Special Dividend**") following repayment of Norton's existing secured debt facility ("**Secured Note Facility**"), which is in the process of being repaid, as disclosed on 1 August 2012. In accordance with the Bid Implementation Deed, Zijin has agreed that Norton may pay the \$0.02 Special Dividend with no reduction in the \$0.25 per share offer price, and has also agreed not to register transfers of Norton shares accepted into the Offer until after the Record Date of the Special Dividend (except where the Bid Implementation Deed has terminated and the Special Dividend has not already been declared and announced at that time).

Norton will make a subsequent announcement shortly advising shareholders when the Secured Note Facility has been fully repaid, allowing for Norton to then declare the Special Dividend and associated Record Date.

The Offer remains scheduled to close on Monday 20 August 2012, unless extended. Norton's Directors<sup>1</sup> have unanimously recommended all shareholders who have not yet accepted the Offer to **ACCEPT WITHOUT DELAY**.

**For further information please contact:**

**Further information**

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<sup>1</sup> All Directors other than Mr Xianhui Zeng, who is an employee of the Zijin group and therefore abstained from participating in the consideration of or providing a recommendation in relation to the Offer