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**SINOCOP RESOURCES (HOLDINGS) LIMITED**

**中銅資源(控股)有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 476)**

**COMPLETION OF PLACING OF THE FIRST INTERVAL OF  
NEW SHARES UNDER SPECIFIC MANDATE**

The Board is pleased to announce that the conditions precedent set out in the Placing Agreement under the specific mandate have been fulfilled and the Placing of the first interval of 107,350,000 Placing Shares was completed on 14 February 2014.

Reference is made to the circular of Sinocop Resources (Holdings) Limited (the "Company") dated 11 October 2013 (the "Circular") in relation to, amongst other things, the placing of the new Placing Shares (the "Placing") under the specific mandate pursuant to the Placing Agreement. Further to the Placing Agreement, the Company and the Placing Agent agreed in writing to extend the long stop date of the Placing Agreement to 31 December 2014. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

**Completion of the Placing**

The Board is pleased to announce that the conditions precedent set out in the Placing Agreement under the specific mandate have been fulfilled and the Placing of the first interval of 107,350,000 new Shares was completed on 14 February 2014 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 107,350,000 Shares, representing approximately 6.09% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares as at the date of this announcement, were placed to not fewer than six Placees, who and whose respective ultimate beneficial owner(s) are third parties independent of and not connected with the Company and its connected persons, at the Placing Price of HK\$0.60 per Placing Share. The net proceeds from the placing of 107,350,000 Shares after deducting related placing commission and other related expenses in connection with the placing are approximately HK\$62.3 million.

The table below sets out the changes to the shareholding structure of the Company as a result of completion of the Placing:

Shareholders	Shareholding immediately before completion of the Placing		Shareholding immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Mr. Cheung Ngan ( <i>Note</i> )	311,232,469	18.79	311,232,469	17.64
<b>Public Shareholders</b>				
Placees	--	--	107,350,000	6.09
Other public Shareholders	1,345,214,331	81.21	1,345,214,331	76.27
Total	1,656,446,800	100.00	1,763,796,800	100.00

*Note: Mr. Cheung Ngan is the chairman and executive director of the Company.*

By order of the Board  
**SINOCOP RESOURCES (HOLDINGS) LIMITED**  
**Cheung Ngan**  
Chairman

Hong Kong, 14 February 2014

*As at the date of this announcement, the Board comprises four executive Directors, namely Messrs. Cheung Ngan, Chan Chung Chun, Arnold, Zhau Chong Dei and Lee Ming Zang, one non-executive Director, namely Mr. Li Shaofeng and three independent non-executive Directors, namely Messrs. Chan Francis Ping Kuen, Hu Guang and Chan Chak Paul.*