

Comunicado N° 9378

Ref.: Oferta de Compra de Nevsun Resources Ltd. Código CVSA: 49011 Código CUSIP: 64156L101

Buenos Aires, 21 de septiembre de 2018

## **Sres. Depositantes**

Tengo el agrado de dirigirme a Uds. a efectos de hacerles llegar la información que hemos recibido de la Central de Clearing del Exterior The Depositary Trust Company (DTC) sobre el título de la referencia.

Aquellos tenedores que deseen tomar acción al respecto, deberán presentar en el Sector Imputaciones de esta Caja de Valores S.A. (primer subsuelo), el formulario "Solicitud para participar de Eventos Corporativos" (en Original y Duplicado) disponible en la página web de Caja de Valores S.A. (www.cajval.sba.com.ar), no más del 26 de diciembre de 2018, hasta las 13:30 hs, con el fin de que se proceda a enviar a dicha Central las instrucciones correspondientes.

Por favor tenga en cuenta que tales títulos serán bloqueados en una cuenta de Caja de Valores hasta la finalización de la oferta.

Para mayor información al respecto, adjuntamos el reporte enviado por la Central arriba mencionada (Anexo I).

Ante cualquier consulta sobre el presente evento se podrán comunicar con el Agente de Información designado por el emisor:

D.F. King

1 Toronto Street, suite 1200, Toronto, ON M5C 2V6, Canada Teléfonos: +1 (866) 822-1238 / +1 (212) 771-1133 inquiries@dfking.com

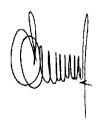
Cabe destacar que Caja de Valores S.A. trasladará a los señores depositantes los cargos que surjan de las gestiones relacionadas con el presente evento.

F-90822.06



Señalamos que es de exclusiva responsabilidad de los Depositantes y de los tenedores de los títulos tomar o no acción al respecto; razón por la cual las condiciones del presente no podrán interpretarse como recomendaciones o sugerencias de Caja de Valores S.A. para participar en el evento.

Sin otro particular los saluda atentamente,



**Walter Escudero** 

Gerente de Operaciones

JCM

ANEXO I (3)

CUSIP: 64156L101 Activity: Tender (52) Create Date: 09/20/2018

CUSIP Description: NEVSUN RESOURCES F\*- Comments: Yes Position: Target

Envelope Detail OFFER TYPE : TENDER

FINAL INFORMATION SOURCE: OFFER TO PURCHASE DATE FINAL INFO SOURCE REC'D: 09/20/2018

FOREIGN ISSUE : N

PAYOUT CURRENCY: U S DOLLAR OFFEROR : ZIJIN MINING GROUP

OFFEROR S TERMS : CDN\$6.00 PER SHARE PAID IN \$US ATOP ELIGIBLE : ATOP I ELIGIBLE

CONTRA CUSIP: 64USDL986

CONTRA CUSIP DESC. : NEVSUN RES USD & DTC EXPIRATION DATE : 12/28/2018 ACTUAL EXPIRATION DATE: 12/28/2018

DTC COVER PROTECT EXPIR DATE: 01/02/2019 ACTUAL COVER PROTECT EXPIR DT : 01/02/2019 WITHDRAWAL DATE : 12/28/2018

WITHDRAWAL PRIVILEGE : Y DTC SUBMIT PROTECT EXPIR DATE : 12/28/2018

BID ODD LOT (ATOP) : N NUMBER OF CONDITIONS: 0

## Comments

09/20/18: The Information Agent for the Offer is: D.F. King, 1 Toronto Street, Suite 1200, Toronto, ON M5C 2V6, North American Toll Free Phone: 866-822-1238, Outside North America, Banks and Brokers and Collect Calls: 212-771-1133, Email: inquiries@dfking.com

09/21/18: Participants must obtain the Offer to Purchase for Cash dated 09/14/18 and the related letter of transmittal for the complete terms and conditions of the Offer.

1178180 B.C. Ltd. (the "Offeror"), a wholly owned subsidiary of Zijin Mining Group Co. Ltd. ("Zijin Mining") hereby offers (the "Offer") to purchase, on the terms and subject to the conditions of the Offer, all of the issued and outstanding common shares (the "Nevsun Shares") of Nevsun Resources Ltd. ("Nevsun"), together with any associated rights (the "SRP Rights") issued under the shareholder rights plan of Nevsun (the "Shareholder Rights Plan") described in Section 17 of the Circular including Nevsun Shares that may described in Section 17 of the Circular, including Nevsun Shares that may become issued and outstanding after the date of the Offer but prior to the Expiry Time (as defined) of the Offer upon the exercise, conversion or exchange of options, warrants, debentures or other securities of Nevsun that are exercisable for, convertible into or exchangeable for Nevsun Shares, other than the SRP Rights (collectively, the "Convertible Securities") at a price of CDN\$6.00 in cash per Nevsun Share.

A Shareholder depositing Nevsun Shares will be deemed to have deposited all SRP Rights associated with such Nevsun Shares. No additional payment will be made for the SRP Rights, and no part of the consideration to be paid by the Offeror will be allocated to the SRP Rights.

All cash payments under the Offer will be made in Canadian dollars, unless the tendering holder elects to receive payment in United States Dollars. As stated in the offering documents: "By electing to receive payment in another currency, the undersigned acknowledges that (a) the exchange rate used will be the rate established by Computershare, in its capacity as foreign exchange service provider to Zijin Mining, on the date the funds are converted; (b) the risk of any fluctuation in such rate will be borne by the undersigned; and (c) Computershare may earn commercially reasonable spread between its exchange

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rate and the rate used by any counterparty from which it purchases the elected currency."

Participants with beneficial owners who wish to tender and receive payment in U.S. Dollars are to use contra CUSIP # 64USDL986. DTC will receive U.S. Dollars from the Agent.

Participants with beneficial owners who wish to tender and receive payment in Canadian Dollars directly from the agent are to use contra CUSIP # 64DELL987.

Participants who submit instructions under contra CUSIP # 64DELL987 must send the following to the agent on or prior to the expiration of the Offer (this also applies to instructions submitted to cover protects):

- 1) Submit PTOP instructions for each Letter of Transmittal which will be sent directly to the agent. The agent will make payments as instructed in the Letter of Transmittal, no payment will be made through DTC (for receipt of Canadian Dollars directly from the agent only).
- 2) Submit instructions to tender directly to the agent indicating that DTC will deliver shares on your behalf.
- 3) A check in the amount of CDN\$100.00 plus tax (representing a CDN\$100.00 processing fee and the applicable tax) must accompany the tender instruction submitted to the agent (payable to Computershare Trust Company of Canada).

If the above items are not received by the agent prior to the expiration of the Offer, such tender under contra CUSIP # 64DELL987 will be void. The agent is under no obligation to notify participants of non-receipt of a required document. It is suggested that participants deliver the required documents to the agent in a manner that provides them with proof of receipt by the agent.

Participants are advised that PTOP instructions under contra CUSIP # 64DELL987 does not constitute an instruction to tender but gives authorization to DTC to deliver securities to the agent on their behalf and authorize DTC to delete participants positions by entering an "X" in the condition field of the PTOP instruction (for Canadian Dollars directly from the agent only).

Participants who are members of DTC´s Canadian Dollar Settlement System and wish to receive their cash entitlement in Canadian Dollars through DTC are to use contra CUSIP # 64CDNL988.

when entering an instruction on PTOP under contra CUSIP # 64CDNL988, participants will be required to make an electronic certification by: Entering an "X" in the condition field of the PTOP instruction, certifying that the instruction is being submitted by a member of DTC's Canadian Dollar Settlement System opting to be paid its cash entitlement in Canadian Dollars through DTC.

Participants should consult their tax advisor for complete details in reference to withholding taxes.

Payment: If the conditions of the Offer are satisfied or waived, and if the Offeror consummates the Offer and takes up Nevsun Shares, the consideration for the Nevsun Shares tendered will be delivered as soon as practicable and in any event no later than three Business Days after the Nevsun Shares are taken up.

Nevsun Shares previously tendered in the Offer may be withdrawn at any time (i) before Nevsun Shares deposited under the Offer are taken up by the Offeror, (ii) if your Nevsun Shares have not been paid for by the Offeror within three Business Days after having been taken up by the Offeror, and (iii) in certain other circumstances.

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There is a two TSX trading day guarantee of delivery (protect) privilege afforded this Offer.

The Offer is open for acceptance until 5:00 P.M. (Toronto Time) on December 28, 2018 (the "Expiry Time") unless the Offer is accelerated, extended or withdrawn.

The contra CUSIP number associated with this envelope is for participants tendering on behalf of beneficial owners who wish to receive payment in U.S Dollars.

Participants are to refer to RIPS envelopes ID: 52-64156L101-05 and 06 for additional information.

Participants are to refer to RIPS envelopes ID: 52-64156L101-01, 02 and 03 for information on a competing Tender Offer being made for this security.

Agent Information
INFORMATION AGENT REORGANIZATION VOLUNTARY
SEE COMMENTS
NEW YORK NY 10041
TENDER AGENT COMPUTERSHARE INVESTOR SERVICES, INC
100 UNIVERSITY AVE -9TH FLOOR
TORONTO ON M5J2Y1