



UPDATE ON SCHEME OF ARRANGEMENT: INCREASE IN OFFER PRICE

26 May 2015

About Norton

Norton Gold Fields Limited (ASX: NGF) is an established mid-tier gold producer.

In CY2014, Norton produced 178,269 ounces of gold from its open cut and underground operations at Paddington, near Kalgoorlie in Western Australia.

Norton's growth will come from optimising existing operations and acquiring and developing resources.

For more information, please visit our website.

www.nortongoldfields.com.au

Norton Gold Fields (ASX: NGF)

ACN: 112 287 797

Level 36, Exchange Plaza,

2 The Esplanade

Perth WA 6000

Australia

Phone +61(0) 8 9263 9700

Fax +61(0) 8 9263 9777

Jinghe Chen

Non-Executive Chairman

Dianmin Chen

Managing Director

& Chief Executive Officer

Norton Gold Fields Ltd (ACN 112 287 797) (**Norton**) (**ASX: NGF**) advises that Zijin Mining Group Co., Ltd (**Zijin**) has offered to increase the consideration payable under the proposed scheme of arrangement pursuant to which Zijin's subsidiary, Jinyu (HK) International Mining Company Limited (**Jinyu**) will acquire all of the shares in Norton that Zijin does not already control (**Scheme**), from \$0.23 to \$0.25 per Norton share (**Revised Offer Price**). The increase follows discussions with certain parties who have committed to support the Scheme at this price; further, Zijin has advised Norton that the Revised Offer Price is its best and final price.

The Scheme Implementation Agreement will be varied to reflect the Revised Offer Price, and a further supplemental deed poll will be executed by Zijin and Jinyu agreeing to provide the increased scheme consideration to Norton shareholders. In addition to the increase to the Scheme consideration, Zijin has also offered to increase the consideration payable to Drock International Pty Ltd (associated with director, Dianmin Chen) for the cancellation of the OPT1 Options from \$0.055 to \$0.075 per OPT1 Option.

Supplemental material will be prepared and approvals sought to send to shareholders as soon as practicable. It is expected that the adjourned scheme meeting will take place at 2.30pm on 12 June 2015 (as announced on 21 May 2015). Further announcements will be made by Norton in due course confirming the above and the date of the scheme meeting.

For further information please contact:

Dianmin Chen, Managing Director and CEO

Tel +61 (8) 9263 9700 Fax +61 (8) 9263 9777 Email - info@nortongoldfields.com.au