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**Zijin Mining Group Co., Ltd.\***

**紫金礦業集團股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)  
(Stock code: 2899)*

- (1) Resolutions Passed at the Second Extraordinary General Meeting in 2025;**
- (2) Amendments to the Articles of Association of the Company; and**
- (3) Election of Directors of the Ninth Term of the Board**

The Board is pleased to announce that all the resolutions proposed to be approved at the second extraordinary general meeting in 2025 were duly approved by the Shareholders attending the second extraordinary general meeting in 2025.

References are made to the circular (the "Circular") and the notice of the second extraordinary general meeting in 2025 (the "EGM") of Zijin Mining Group Co., Ltd.\* (the "Company"), both dated 12 December 2025. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the EGM held at 9 a.m. on Wednesday, 31 December 2025, at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Longyan City, Fujian Province, the PRC, the following proposed resolutions were voted by poll in accordance with the Articles of Association and were duly approved by the Shareholders attending the EGM. The Board is pleased to announce the poll results of the resolutions as follows:

## EGM

Special resolution		Number of valid votes For (% of total number of valid votes cast)	Number of valid votes Against (% of total number of valid votes cast)	Number of valid votes Abstain (% of total number of valid votes cast)	Total number of valid votes
1.	The proposal in relation to the amendments to the Articles of Association of the Company was approved;	12,739,135,037 (85.7206%)	1,782,422,148 (11.9938%)	339,667,842 (2.2856%)	14,861,225,027 (100%)
Ordinary resolutions					
2.	The proposal in relation to the amendments to the Rules Governing the Procedures of Shareholders' Meetings was approved;	13,031,589,741 (87.6885%)	1,816,316,714 (12.2219%)	13,318,572 (0.0896%)	14,861,225,027 (100%)
Ordinary resolutions					
3.	The proposal in relation to the amendments to the Rules Governing the Procedures of Board of Directors Meetings was approved;	12,981,130,480 (87.3490%)	1,866,767,975 (12.5613%)	13,326,572 (0.0897%)	14,861,225,027 (100%)
4.	The proposal in relation to the amendments to the Terms of Reference of Independent Directors was approved;	12,980,843,641 (87.3471%)	1,867,035,764 (12.5631%)	13,345,622 (0.0898%)	14,861,225,027 (100%)
5.	The proposal in relation to the amendments to the Administrative Measures for Connected Transactions was approved;	13,028,887,027 (87.6703%)	1,818,977,573 (12.2398%)	13,360,427 (0.0899%)	14,861,225,027 (100%)
6.	The proposal in relation to the formulation of the Remuneration Management Policies for Directors and Senior Management was approved;	14,722,427,319 (99.0660%)	53,015,108 (0.3568%)	85,782,600 (0.5772%)	14,861,225,027 (100%)
7.	The remuneration and assessment proposal of Directors and senior management of the ninth term was approved;	14,819,151,315 (99.9148%)	3,354,901 (0.0226%)	9,278,252 (0.0626%)	14,831,784,468 (100%)

8.	The proposal in relation to the appointment of Mr. Chen Jinghe as the lifetime honourary chairman of the Company was approved;	14,700,713,507 (98.9199%)	67,016,618 (0.4510%)	93,494,902 (0.6291%)	14,861,225,027 (100%)
9.	The proposal in relation to the election of non-independent Directors of the ninth term of the Board of Directors of the Company (by way of cumulative voting) was approved; and	<b>Number of valid votes (% of total number of valid votes cast)</b>	<b>Total number of valid votes</b>	<b>Elected or not</b>	
	Mr. Zou Laichang (Executive Director)	13,653,571,492 (91.8738%)	14,861,225,027	Yes	
	Mr. Lin Hongfu (Executive Director)	13,663,978,197 (91.9438%)	14,861,225,027	Yes	
	Mr. Wu Jianhui (Executive Director)	13,614,855,656 (91.6133%)	14,861,225,027	Yes	
	Mr. Shen Shaoyang (Executive Director)	13,663,756,350 (91.9423%)	14,861,225,027	Yes	
	Mr. Zheng Youcheng (Executive Director)	13,628,289,040 (91.7037%)	14,861,225,027	Yes	
	Mr. Wu Honghui (Executive Director)	13,662,970,724 (91.9370%)	14,861,225,027	Yes	
	Mr. Li Jian (Non-executive Director)	13,270,671,592 (89.2973%)	14,861,225,027	Yes	
10.	The proposal in relation to the election of independent Directors of the ninth term of the Board of Directors of the Company (by way of cumulative voting) was approved.	<b>Number of valid votes (% of total number of valid votes cast)</b>	<b>Total number of valid votes</b>	<b>Elected or not</b>	
	Ms. Wu Xiaomin	13,835,496,151 (93.0980%)	14,861,225,027	Yes	
	Mr. Bo Shao Chuan	13,819,165,131 (92.9881%)	14,861,225,027	Yes	
	Mr. Lin Shoukang	14,008,646,016 (94.2631%)	14,861,225,027	Yes	

	Ms. Qu Xiaohui	14,007,037,003 (94.2522%)	14,861,225,027	Yes
	Mr. Hong Bo	13,993,665,436 (94.1623%)	14,861,225,027	Yes
	Mr. Wang Anjian	13,993,500,974 (94.1612%)	14,861,225,027	Yes

The above resolution no.1 was passed as a special resolution and other resolutions were passed as ordinary resolutions.

As at the date of the EGM, the total number of issued Shares of the Company was 26,589,733,140, comprising 20,600,893,140 A Shares and 5,988,840,000 H Shares. Pursuant to relevant laws and regulations, the Director Candidates of the ninth term and current senior management of the Company who hold Shares of the Company (in aggregate holding 19,723,273 A Shares) were required to abstain from voting on resolution no. 7 at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on (i) resolution no. 7 and (ii) other resolutions at the EGM was 26,570,009,867 and 26,589,733,140, respectively. The total number of Shares held by the Shareholders in person or by their proxy(ies) who attended the EGM and were entitled to vote on (i) resolution no. 7 and (ii) other resolutions at the EGM was 14,831,784,468 and 14,861,225,027, respectively, representing approximately 55.8215% and 55.8908% of the total number of issued Shares which entitled the Shareholders to vote as at the date of this announcement, respectively. Save as disclosed above, there were no other Shares entitling the Shareholders to attend the EGM but whom are required under Rule 13.40 of the Listing Rules to abstain from voting in favour of the resolutions, and no other Shareholders were required to abstain from voting at the EGM pursuant to relevant laws and regulations. As at the date of the EGM, there were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited). None of the Shareholders stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

The EGM was duly convened and held in compliance with the requirements of relevant laws and regulations of the PRC and the provisions of the Articles of Association, and the poll results are lawful and valid.

Rongcheng (Hong Kong) CPA Limited, a qualified external accountant, acted as the scrutineer for the vote-taking at the EGM.

The Directors of the eighth term of the Board including Mr. Chen Jinghe (Chairman), Mr. Zou Laichang, Mr. Lin Hongfu, Ms. Lin Hongying, Mr. Xie Xionghui and Mr. Wu Jianhui, the executive Directors, Mr. Li

Jian, the non-executive Director, and Mr. He Fulong, Mr. Li Changqing, Mr. Suen Man Tak, Mr. Bo Shao Chuan and Ms. Wu Xiaomin, the independent non-executive Directors, attended the EGM either in person or via video/telephone conference.

### **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The special resolution on the proposed amendments to the Articles of Association has been considered and approved at the EGM, and the amended Articles of Association has become effective from 31 December 2025. The full text of the amended Articles of Association is available for download and view on the website of HKEXnews of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and website of the Company ([www.zjky.cn](http://www.zjky.cn)).

### **ELECTION OF DIRECTORS OF THE NINTH TERM OF THE BOARD**

The proposals in relation to the election of non-independent Directors and independent Directors of the ninth term of the Board of Directors of the Company were approved by the Shareholders at the EGM respectively. Accordingly, Mr. Zou Laichang, Mr. Lin Hongfu, Mr. Wu Jianhui, Mr. Shen Shaoyang, Mr. Zheng Youcheng and Mr. Wu Honghui (as executive Directors); Mr. Li Jian (as non-executive Director); and Ms. Wu Xiaomin, Mr. Bo Shao Chuan, Mr. Lin Shoukang, Ms. Qu Xiaohui, Mr. Hong Bo and Mr. Wang Anjian (as independent non-executive Directors), officially assumed office as Directors of the ninth term with effect from the conclusion of the EGM, and their terms of office will expire on 30 December 2028 (i.e. upon the expiry of the ninth term of the Board). Particulars of the non-independent Directors of the ninth term have been set out in Appendix 1 to this announcement.

Following the completion of the election for the change of the term of the Board, the appointment of Mr. Chen Jinghe as the lifetime honourary chairman and senior advisor of the Company was approved at the shareholders' meeting of the Company, and he no longer serves as an executive Director and the chairman of the Company; Ms. Lin Hongying no longer serves as an executive Director and vice-president of the Company; Mr. He Fulong, Mr. Li Changqing and Mr. Suen Man Tak no longer serve as independent non-executive Directors of the Company; Mr. Lin Shuiqing no longer serves as the chairman of the Supervisory Committee of the Company; Mr. Liu Wenhong, Mr. Cao Sanxing, Mr. Qiu Shujin and Ms. Lin Yan no longer serve as Supervisors of the Company. Each of them confirmed that they have no disagreement with the Board and there is nothing which needs to be brought to the attention of the Shareholders of the Company in relation to their retirement.

The above-mentioned departing Directors and Supervisors have faithfully discharged their duties with diligence and dedication during their term of office. Many of them have served the Company for a long time, growing alongside the enterprise. They have made significant contributions to the Company's achievement of leaping development. The Board extends its heartfelt gratitude to the above-mentioned departing personnel for their hard work, professional commitment and valuable contributions.

The Board wishes to express its highest recognition and profound respect to Mr. Chen Jinghe, the founder and lifetime honorary chairman of the Company, for his outstanding contributions throughout the Company's development journey from its establishment to its success.

The Company has held an employee representatives meeting on 29 December 2025 and Mr. Xie Xionghui was elected as the employee director of the ninth term of the Board. Mr. Xie Xionghui shall form the ninth term of the Board of the Company together with the directors elected at the EGM, with a term of office consistent with that of the ninth term of the Board.

**Investors and Shareholders are advised by the Board to exercise caution when dealing in the securities of the Company.**

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zou Laichang (Chairman), Mr. Lin Hongfu, Mr. Xie Xionghui, Mr. Wu Jianhui, Mr. Shen Shaoyang, Mr. Zheng Youcheng and Mr. Wu Honghui as executive directors, Mr. Li Jian as non-executive director, and Ms. Wu Xiaomin, Mr. Bo Shao Chuan, Mr. Lin Shoukang, Ms. Qu Xiaohui, Mr. Hong Bo and Mr. Wang Anjian as independent non-executive directors.

By Order of the Board of Directors  
**Zijin Mining Group Co., Ltd.\***  
**Zou Laichang**  
*Chairman*

31 December 2025, Fujian, the PRC

*\*The Company's English name is for identification purpose only*

## **Appendix 1 Particulars of the Directors of the ninth term**

### **EXECUTIVE DIRECTORS**

Mr. Zou Laichang (鄒來昌), aged 57, was born in August 1968. He graduated from the Fujian Forestry College majoring in chemistry for forestry, and obtained an MBA degree from the Xiamen University. He is a professor-grade senior engineer and an expert entitled to special government allowance from the State Council. He joined the Company in March 1996. He served as the chief engineer of the Company from May 2003 to August 2006, a Director and senior vice-president of the Company from August 2006 to November 2009, a Director and standing vice-president of the Company from November 2009 to October 2013, a Director and vice-president of the Company from October 2013 to December 2019, a Director and the president of the Company from December 2019 to December 2022, the vice-chairman and president of the Company from December 2022 to December 2025. He has been serving as an executive Director and the chairman of the Company since December 2025.

Mr. Lin Hongfu (林泓富), aged 51, was born in April 1974. He obtained an executive master of business administration (EMBA) degree from the Tsinghua University, and a Ph.D. from the Central South University. He is a professor-grade senior engineer. He joined the Company in August 1997 and held the positions of plant manager of gold refinery plant, deputy chief of the Zijinshan Gold Mine, general manager and chairman of Bayannur Zijin Non-ferrous Metals Co., Ltd., etc. He served as a vice-president of the Company from August 2006 to October 2013, an executive Director and a vice-president of the Company from October 2013 to December 2019, and an executive Director and the standing vice-president of the Company from December 2019 to December 2025. He concurrently served as the chairman of Fujian Longking Co., Ltd. (stock code at the Shanghai Stock Exchange: 600388), a subsidiary of the Company, from June 2022 to October 2025. He has been concurrently serving as a non-executive director and the chairman of Zijin Gold International Company Limited (stock code at the Hong Kong Stock Exchange: 02259), a subsidiary of the Company, since May 2025. He has been serving as an executive Director, the vice-chairman and president of the Company since December 2025.

Mr. Xie Xionghui (謝雄輝), aged 51, was born in October 1974. He obtained a bachelor's degree in geology and mineral prospecting from the Anhui University of Science and Technology. He obtained a Ph.D. in energy and environmental protection from the Kunming University of Science and Technology. He is a professor-grade senior engineer and has the qualifications of lawyer, certified safety engineer, grade-one constructor, corporate legal counsel, registered consulting engineer (investment), etc. He is a member of the environmental, social and governance (ESG) committee of the China Association for Public Companies. He joined the Company in 2001, and has successively served as the deputy general manager of Hunchun Zijin Mining Co., Ltd., general manager of Chongli Zijin Mining Co., Ltd., chairman of Longxing Limited Liability Company in Russia, general manager of Zijin Mining Group Northwest Co., Ltd.,

chairman of Zijin Mining Group Southern Co., Ltd. and general manager of the Mines Operation Department of the Company. He served as a vice-president of the Company from December 2016 to December 2019, and an executive Director and a vice-president of the Company since December 2019. He has been concurrently serving as the chairman of Fujian Longking Co., Ltd. (stock code at the Shanghai Stock Exchange: 600388), a subsidiary of the Company, since November 2025. He has been serving as an executive Director, the employee Director and a vice-president of the Company since December 2025.

Mr. Wu Jianhui (吳健輝), aged 51, was born in November 1974. He obtained a bachelor's degree in mineral processing engineering from the Southern Institute of Metallurgy, a master's degree in geological engineering from the China University of Geosciences, a master's degree in business administration from the University of International Business and Economics and a Ph.D. from the Central South University. He is a professor-grade senior engineer. He joined the Company in August 1997, and successively served as the deputy plant manager of the Zijinshan Gold Mine processing plant, deputy plant manager of the Zijinshan Copper Mine pilot plant, assistant to the chief commander of construction commanding office of the Zijinshan Copper Mine, deputy general manager and general manager of Bayannur Zijin Non-ferrous Metals Co., Ltd., general manager of Zijin Copper Co., Ltd., standing deputy general manager and general manager of the Smelting, Refining and Fabricating Department of the Company, general manager of Tibet Julong Copper Co., Ltd. and Tibet Zijin Mining Co., Ltd. He served as a vice-president of the Company from May 2022 to December 2022. He served as an executive Director and a vice-president of the Company from December 2022 to December 2025, and has been concurrently serving as the chief engineer of the Company since March 2025. He has been concurrently serving as the chairman of Zangge Mining Co., Ltd. (stock code at the Shenzhen Stock Exchange: 000408), a subsidiary of the Company, since May 2025. He has been serving as an executive Director, the standing vice-president and the chief engineer (concurrent) of the Company since December 2025.

Mr. Shen Shaoyang (沈紹陽), aged 56, was born in July 1969. He obtained a bachelor's degree in international trading from the Xiamen University. He obtained an MBA from the National University of Singapore and a Master of Management & Professional Accounting from the University of Toronto. He is a chartered professional accountant of Canada. He previously served as the manager of a subsidiary of Xiamen Special Economic Zone Trade Co., Ltd., general manager of Xiamen Far East International Trading Corporation, senior analyst at Grant Thornton LLP in Canada, and vice-president and chief operating officer of Silvercorp Metals Inc., a mining company in Canada. He joined the Company in May 2014 and served as the general manager of the Company's Overseas Operations Department. He served as the managing director of Barrick (Niugini) Limited, a joint operation of the Company, from November 2015 to December 2019. He served as a vice-president of the Company from December 2019 to December 2025. He has been serving as an executive Director and vice-president of the Company since December 2025.

In the past 3 years, Mr. Shen Shaoyang once served as a non-executive director of Xanadu Mines Ltd

(former stock code at the Australian Securities Exchange and the Toronto Stock Exchange: XAM, delisted).

Mr. Zheng Youcheng (鄭友誠), aged 57, was born in August 1968. He graduated from the Fuzhou University majoring in geology and mineral prospecting, and obtained a master's degree in public administration from the Xiamen University. He had worked in media and government agencies since 1990. He joined the Company in August 2005. He held several positions including the deputy general manager and general manager of Bayannur Zijin Non-ferrous Metals Co., Ltd., deputy general manager of Zijin Copper Co., Ltd., general manager of Jinshan Gold Metallurgy Co., Ltd., director of the Company's Party Affairs and Corporate Culture Department, assistant to the chairman of the Board of Directors and director of the Board Office (concurrent) of the Company. He served as the secretary to the Board of Directors of the Company from December 2019 to December 2025. He has been serving as an executive Director of the Company since December 2025.

Mr. Wu Honghui (吳紅輝), aged 49, was born in August 1976. He has obtained an MBA degree. He is a certified public accountant, tax agent and senior certified public accountant. He joined the Company in August 2007. He successively served as the deputy manager and manager of the Treasury and Finance Department, assistant to general manager and financial controller of Bayannur Zijin Non-ferrous Metals Co., Ltd., and general manager of the Treasury and Finance Department of the Company. He served as the chief financial officer of the Company from December 2019 to December 2025. He has been serving as an executive Director, a vice-president and the chief financial officer (concurrent) of the Company since December 2025.

## **NON-EXECUTIVE DIRECTOR**

Mr. Li Jian (李建), aged 49, was born in June 1976. He obtained a bachelor's degree in finance. He was a deputy to the fifth and sixth People's Congress of Longyan City, and a member of the thirteenth Fujian Provincial Committee of the Chinese People's Political Consultative Conference. He currently serves as the chairman and general manager of Minxi Xinghang State-owned Assets Investment Company Limited (a Substantial Shareholder of the Company), and concurrently the Director of the Company since October 2013. He is also the chairman of Shanghang County Xingcheng Guarantee Co., Ltd. and a director of Fujian Shanghang Rural Commercial Bank Co., Ltd.

Save as disclosed in this announcement, as at the date of this announcement, Mr. Zou Laichang, Mr. Lin Hongfu, Mr. Xie Xionghui, Mr. Wu Jianhui, Mr. Shen Shaoyang, Mr. Zheng Youcheng, Mr. Wu Honghui and Mr. Li Jian have not held any directorship in other public companies listed on any securities markets in the PRC, Hong Kong or overseas in the last three years, do not hold any other positions with the Group and are not related to any Directors, senior management, Substantial Shareholders or Controlling Shareholder of the Company.

## **INTERESTS AND SHORT POSITIONS OF THE NON-INDEPENDENT DIRECTORS OF THE NINTH TERM IN THE ISSUED SHARES OF THE COMPANY**

As at the date of this announcement, shareholdings in the Company held by the non-independent Directors of the ninth term are as follows:

<b>Non-independent Directors</b>	<b>Class of Shares</b>	<b>Capacity</b>	<b>Long position/ Short position</b>	<b>Number of Shares</b>	<b>Number of underlying Shares</b>	<b>Approximate percentage of shareholding in the same class of Shares</b>	<b>Approximate percentage of shareholding in the total number of issued Shares</b>
Zou Laichang	A Share	Beneficial owner	Long position	4,423,050	5,125,000	0.05%	0.04%
Lin Hongfu	A Share	Beneficial owner	Long position	2,728,938	2,950,000	0.03%	0.02%
Xie Xionghui	A Share	Beneficial owner	Long position	1,905,571	2,950,000	0.02%	0.02%
Wu Jianhui	A Share	Beneficial owner	Long position	1,510,000	2,950,000	0.02%	0.02%
Shen Shaoyang	A Share	Beneficial owner	Long position	751,000	3,550,000	0.02%	0.02%
Zheng Youcheng	A Share	Beneficial owner	Long position	1,970,000	2,650,000	0.02%	0.02%
Wu Honghui	A Share	Beneficial owner	Long position	1,932,714	2,790,000	0.02%	0.02%

Save as disclosed above, as at the date of this announcement, none of the non-independent Directors of the ninth term had held any interest or short position in the Shares of the Company or any of its associated corporations (as defined in the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong) (the “SFO”)) within the meaning of Part XV of the SFO.

Each of the non-independent Directors of the ninth term will enter into new service contracts and/or appointment letters with the Company for a term of three years commencing on the date of the EGM and expiring on 30 December 2028. The basis of the remunerations of the non-independent Directors of the ninth term will be determined by the Board in accordance with the remuneration and assessment proposal of Directors and senior management of the ninth term which is approved at the EGM, and the terms and conditions of the said service contracts and/or appointment letters having regard to their duties and responsibilities with the Company, the Company’s remuneration policy, and the Company’s results assessment. The remunerations of the executive Directors comprise of basic annual salary (according to the different duties and responsibilities undertaken by each individual, the basic monthly salary of executive Directors and senior management ranges from RMB150,000 to RMB250,000; with the specific amount to be fixed in the appointment contract) and performance-based remuneration; annual allowance for the non-executive Director is RMB420,000, and duty subsidy for the non-executive Director is RMB2,400 per

each day of attendance at the Company.

## **INDEPENDENT NON-EXECUTIVE DIRECTORS**

Ms. Wu Xiaomin (吳小敏), aged 70, was born in January 1955. She graduated from the Shandong University in 1982 with a bachelor of arts. She is a translator and a senior economist. From 1982 to 2018, she served as a staff member, the department manager, deputy general manager, standing deputy general manager, general manager, deputy secretary and secretary to the Party Committee and chairman of Xiamen C&D Group Co., Ltd. She previously served as a deputy to the twelfth People's Congress of Fujian Province, a member of the eighth Fujian Provincial Committee of the Chinese People's Political Consultative Conference and a deputy to the fourteenth People's Congress of Xiamen City. She was awarded the May 1st Labour Medal of Fujian Province, and received the titles of National Model Worker, National Advanced Female Individual, National Outstanding Entrepreneur, one of the Fortune 50 Most Influential Business Leaders in China and 25 Most Influential Businesswomen in China. She has extensive experience in management of large-scale state-owned enterprises. She has been serving as an independent non-executive Director of the Company since December 2022.

Mr. Bo Shao Chuan (薄少川), aged 60, was born in October 1965. He is a Canadian citizen. He obtained a master's degree and is a senior engineer. He has more than 30 years of investment and practical experience in the mining, oil and gas industries. He previously worked at PetroChina and joined the Ivanhoe Capital Corporation in 1996, at which he successively held management positions in Ivanhoe Mines (Canada), Ivanhoe Energy, Jinshan Gold Mines and other joint ventures/cooperative companies of Ivanhoe Capital Corporation. He also served as the general manager for business development of Ivanhoe Capital Corporation. He previously served as a director and senior executive of several mining companies in Canada, Australia and Brazil, as well as a consultant of a number of mining, oil and gas companies at home and abroad. Mr. Bo is a member of the academic committee of the Minmetals Economic Research Institute (Minmetals Industrial Finance Research Institute). He is the author of Ins and Outs International Mining. Mr. Bo currently serves as an independent non-executive director of Lingbao Gold Group Company Ltd. (stock code at the Hong Kong Stock Exchange: 03330). He has been serving as an independent non-executive Director of the Company since December 2020.

In the past 3 years, Mr. Bo Shao Chuan once served as an independent director of Sinomine Resource Group Co., Ltd. (stock code at the Shenzhen Stock Exchange: 002738).

Mr. Lin Shoukang (林寿康), aged 62, was born in August 1963. He is a citizen of Hong Kong, China. He obtained a bachelor's degree in mathematics from the Xiamen University, and master's and doctoral degrees in economics from the Brown University in the United States. He previously held a teaching position at the York University in Canada. He has extensive experience in financial industry management

and practical experience in capital markets. He has successively served as an economist at the International Monetary Fund, a senior manager of the Monetary Operations Division in the Hong Kong Monetary Authority and the chief of Greater China economic research in DMG & Partners Securities Pte Ltd. In 1999, he joined the China Construction Bank, participated in the establishment of China Cinda Asset Management Co., Ltd. and served as the deputy director of its Overseas Department. Mr. Lin joined China International Capital Corporation Limited in 2000, and held several positions including the head of the Capital Markets Department, head of investment management business (concurrently the chairman of CICC Fund Management Company Limited), managing director, member of the management committee, chief operating officer and acting president. Mr. Lin currently serves as the licensed representative of Octo Rivers Asset Management (HK) Limited and an independent non-executive director of Jenscare Scientific Co., Ltd. (stock code at the Hong Kong Stock Exchange: 09877). He has been serving as an independent non-executive Director of the Company since December 2025.

Ms. Qu Xiaohui (曲曉輝), aged 71, was born in November 1954. She is China's first female PhD in economics (accounting), an honorary retired professor of accounting and a doctoral advisor at the Xiamen University, and an expert entitled to special government allowance from the State Council. She has extensive experience in accounting research, financial management and corporate governance. Ms. Qu is the promoter of accreditation of master of professional accounting (MPAcc) in China, the drafting person of accreditation of doctor of professional accounting (DPAcc) in China, the founding editor-in-chief of the Contemporary Accounting Review and a Fulbright Research Scholar of the United States. She previously served as a consulting expert for the Accounting Standards Committee of the Ministry of Finance, a member of the Social Sciences Committee of the Ministry of Education, a vice-dean of the Graduate School of the Xiamen University, a director of the Center for Accounting Studies of the Xiamen University (a key research base in Humanities and Social Sciences of the Ministry of Education), the dean of the Institute for Financial & Accounting Studies of the Xiamen University (an innovation base for philosophy and social science in China) and other positions. She has received 16 national and provincial scientific research awards, Ge Jiashu Award, ACCA Accounting Excellence Award, National Advanced Female Employee, Outstanding Expert of Fujian Province and other honorary titles. Ms. Qu currently serves as the director of the Academic Committee of the Center for Accounting Studies of the Xiamen University, an expert in the Academic Assessment Panel of the National Social Science Fund of China, vice-chairwoman of the Cost Research Society of China and an independent director of Taikang Pension & Insurance Co., Ltd. She has been serving as an independent non-executive Director of the Company since December 2025.

In the past 3 years, Ms. Qu Xiaohui once served as an independent non-executive director of PICC Property and Casualty Company Limited (stock code at the Hong Kong Stock Exchange: 02328) and an independent director of Qingdao Doublestar Co., Ltd. (stock code at the Shenzhen Stock Exchange: 000599).

Mr. Hong Bo (洪波), aged 66, was born in November 1959. He obtained a bachelor of laws from the China

University of Political Science and Law and a master of world economics from the Xiamen University. He has the qualifications of practising lawyer and the senior professional title of first-class lawyer. Mr. Hong has been engaged in legal practice and legal profession management for a long time. He successively served as a deputy to the 13th National People's Congress, a vice-president of the All China Lawyers Association, the president of the Fujian Province Lawyers Association, a special supervisor of the Supreme People's Court, a special supervisor of the Supreme People's Procuratorate, a supervisor of Party conduct, government conduct and police conduct of the Ministry of Public Security, a supervisor of the Fujian Provincial High People's Court, a special supervisor of the Fujian Provincial Public Security Department and other positions. He has also, in succession, served as an independent director of several listed companies, including Contemporary Amperex Technology Co., Limited, Fujian Dongbai (Group) Co., Ltd., Fujian Star-Net Communication Co., Ltd., Ruijie Networks Co., Ltd., Zhongmin Energy Co., Ltd. and Fujian Snowman Group Co., Ltd. Mr. Hong currently serves as the chief partner of Fujian New-Stone Law Firm, and concurrently a legislative expert consultant for the Standing Committee of the Fujian Provincial People's Congress, a consultant for the Fuzhou Municipal People's Government, an arbitrator of the China International Economic and Trade Arbitration Commission, a member of the Fuzhou Arbitration Commission, an arbitrator of the Xiamen Arbitration Commission and other positions. He has been serving as an independent non-executive Director of the Company since December 2025.

In the past 3 years, Mr. Hong Bo once served as an independent director of Contemporary Amperex Technology Co., Limited (stock code at the Shenzhen Stock Exchange: 300750, stock code at the Hong Kong Stock Exchange: 03750) and Ruijie Networks Co., Ltd. (stock code at the Shenzhen Stock Exchange: 301165).

Mr. Wang Anjian (王安建), aged 72, was born in April 1953. He is a doctor of science, a professor and the chief scientist for global mineral resources strategy research of the Chinese Academy of Geological Sciences. He has been engaging in research in regional metallogeny, resource industry economics and global mineral resources strategy research for a long time. He previously served as the director of the Mineralisation Prospecting Division and the Research Center for Strategy of Global Mineral Resources at the Chinese Academy of Geological Sciences, successively leading and managing over 40 projects, including 973 Program of China, scientific and technological breakthrough projects of the Ministry of Science and Technology, science and technology supporting scheme (topic), significant projects of the National Natural Science Foundation of China, the National Development and Reform Commission, the National Strategic Reserves Administration, the National People's Congress, the Ministry of Environmental Protection, the Chinese Academy of Engineering, national land surveys, etc. He led the national survey of China's mineral resources (2007–2012) and the new round of evaluation on the mineral resources security level (2013–2017). He has published 4 monographs and more than 220 papers in domestic and international academic journals. He led the publication of 114 series and thematic strategic research reports, obtained 3 national invention patents and won 8 national land resources science and technology awards. Mr. Wang

currently serves as an independent non-executive director of China Hanking Holdings Limited (stock code at the Hong Kong Stock Exchange: 03788). He has been serving as an independent non-executive Director of the Company since December 2025.

In the past 3 years, Mr. Wang Anjian once served as an independent director of Chongyi Zhangyuan Tungsten Co., Ltd. (stock code at the Shenzhen Stock Exchange: 002378).

Save as disclosed above, as at the date of this announcement, Ms. Wu Xiaomin, Mr. Bo Shao Chuan, Mr. Lin Shoukang, Ms. Qu Xiaohui, Mr. Hong Bo and Mr. Wang Anjian have not held any directorship in other public companies listed on any securities markets in the PRC, Hong Kong or overseas in the last three years, do not hold any other positions with the Group and are not related to any Directors, senior management, Substantial Shareholders or Controlling Shareholder of the Company. As at the date of this announcement, none of the independent non-executive Directors of the ninth term had any interest or short position in the Shares of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Each of the independent non-executive Directors of the ninth term confirmed that (i) he/she meets the independence factors as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he/she did not and does not have any past or present financial or other interest in the business of the Group or did not and does not have any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his/her independence at the time of his/her appointment. In view of the above-mentioned factors, to the best knowledge of the Company, the Company confirms the independence of each of the independent non-executive Directors of the ninth term.

Each of the independent non-executive Directors of the ninth term will enter into new service contracts and/or appointment letters with the Company for a term of three years commencing on the date of the EGM and expiring on 30 December 2028. The basis of the remunerations of the independent non-executive Directors of the ninth term will be determined by the Board in accordance with the remuneration and assessment proposal of Directors and senior management of the ninth term which is approved at the EGM, and the terms and conditions of the said service contracts and/or appointment letters having regard to their duties and responsibilities with the Company, the Company's remuneration policy, and the Company's results assessment. The annual allowance for each independent non-executive Director is RMB420,000 (RMB504,000 for the lead independent Director and independent Director who is a non-PRC resident), and the daily duty subsidy is RMB2,400 (RMB3,000 for the lead independent Director and independent Director who is a non-PRC resident) for each day of attendance at the Company.

As at the date of this announcement, the positions held by the Directors of the ninth term in the subsidiaries of the Group are the same as those set out in Appendix 8 — Particulars of Candidates for Election as the Directors of the Circular. Please refer to the Circular for details.

Save as disclosed above, as at the date of this announcement, none of the Directors of the ninth term and chief executive of the Company or their Associates have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations (as defined in the SFO) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, required to be recorded in the register pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers. None of the Directors of the ninth term and chief executive of the Company or their spouse or children under the age of 18 is holding any option to subscribe for the Shares, underlying Shares or debentures of the Company, or has exercised any such option.

Except for the matters in relation to the administrative penalty for the “7.3 Incident” in 2010 from the CSRC as set out in appendix 2 to the circular dated 12 December 2022 of the Company and save as disclosed above, the Board, to the best of its knowledge, is not aware of any other matters in relation to the non-independent Directors and independent non-executive Directors of the ninth term that need to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters which need to be brought to the attention of the Shareholders.

Should there be any discrepancies, the Chinese version of this appendix shall prevail.