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**ZHAOJIN**

**ZHAOJIN MINING INDUSTRY COMPANY LIMITED\***

**招金礦業股份有限公司**

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

**(Stock Code: 1818)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2023 first extraordinary general meeting (the “**EGM**”) of Zhaojin Mining Industry Company Limited (the “**Company**”) will be held at the Company’s conference room at No. 118 Wenquan Road, Zhaoyuan City, Shandong Province, the People’s Republic of China (the “**PRC**”) at 9:00 a.m. on Thursday, 16 November 2023 for the following purpose:

### **ORDINARY RESOLUTION**

To consider and approve the Company’s provision of (i) guarantees for the financing provided by Finance Company to 11 wholly-owned subsidiaries or non-wholly-owned subsidiaries of the Company, including Gansu Zhaojin Smelting, Xinjiang Xingta and Jintingling Mining (the “**First Guarantee**”), with the proposed guarantee amount not exceeding RMB1,500 million, representing approximately 7.48% of the latest audited net assets of the Company; and (ii) provide guarantees for the financing provided by external financial institutions to three non-wholly-owned subsidiaries of the Company, namely Zhaojin Baiyun, Gansu Zhaojin Smelting and Ruihai Mining (the “**Second Guarantee**”, together with the First Guarantee, collectively the “**New Guarantees**”), with the proposed guarantee amount not exceeding RMB4,718.5 million, representing approximately 23.54% of the latest audited net assets of the Company. The proposed guarantee amount of the New Guarantees will not exceed RMB6,218.5 million in aggregate, representing approximately 31.02% of the latest audited net assets of the Company.

By order of the Board  
**Zhaojin Mining Industry Company Limited\***  
**Jiang Guipeng**  
*Chairman*

Zhaoyuan, the PRC, 31 October 2023

*Notes:*

1. Unless otherwise defined, capitalized terms used in this document shall have the same meanings as defined in the circular of the Company dated 31 October 2023.
2. In order to determine the Shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 10 November 2023 to Thursday, 16 November 2023 (both days inclusive), during which period no transfer of shares can be registered. In order to ensure the entitlement to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged, no later than 4:30 p.m. on Thursday, 9 November 2023, with (i) the Company's share registrar for H Shares in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares); or (ii) the registered address of the Company in the PRC at No. 118 Wenquan Road, Zhaoyuan City, Shandong Province, the PRC (for holders of Domestic Shares).
3. Shareholders whose names appear on the register of members on 16 November 2023 are entitled to attend and vote at the EGM (or any adjourned meetings).
4. If a Shareholder appoints more than one proxy to attend the meeting, its proxy can only vote by poll.
5. Holders of H Shares who have the right to attend and vote at the EGM are entitled to appoint one or more proxies (whether or not a Shareholder) in writing to attend and vote at the EGM on his/her/its behalf. For those Shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of poll. Shareholders who intend to appoint one or more proxies should first read the circular.
6. If a proxy is appointed to attend the EGM on behalf of a Shareholder, the proxy must produce proof of identity and the authorization instrument with the date of issue and duly signed by the proxy or its legal personal representative, and in the case of legal representatives of legal person Shareholders, such legal representatives must produce proof of identity and effective document to identify its identity as legal representative. If a legal person Shareholder appoints a company representative other than its legal representative to attend the EGM, such representative must produce proof of identity and the authorization instrument bearing the company chop of the legal person Shareholder and duly authorised by its legal representative.
7. If the proxy form is signed by a person under a power of attorney or other authority, such power of attorney or other authority must be notorially certified. In order to be valid, the notorially certified copy of such power of attorney or other authority under which it is signed together with the proxy form must be deposited no later than 9:00 a.m. on Wednesday, 15 November 2023, at (i) the Company's share registrar for H Shares in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares); or (ii) the registered address of the Company in the PRC at No. 118 Wenquan Road, Zhaoyuan City, Shandong Province, the PRC (for holders of Domestic Shares).
8. The EGM is expected to be held for less than half a day. Shareholders and their proxies who attend the meeting shall arrange for their own transportation and accommodation at their own expenses.

The registered address of the Company in the PRC is as follows:

No. 118 Wenquan Road, Zhaoyuan City, Shandong Province, the PRC

Tel: (86 535) 8256086

Fax: (86 535) 8227541

Postal code: 265400

As at the date of this notice, members of the Board comprise:

*Executive Directors:*

*Mr. Jiang Guipeng, Mr. Duan Lei, Mr. Wang Ligang and  
Mr. Chen Lunan*

*Non-executive Directors:*

*Mr. Long Yi, Mr. Li Guanghui and Mr. Luan Wenjin*

*Independent non-executive Directors:*

*Ms. Chen Jinrong, Mr. Choy Sze Chung Jojo, Mr. Wei  
Junhao and Mr. Shen Shifu*