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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)**

## **Notice of 2024 Annual General Meeting**

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting for the year ended 31 December 2024 (the “AGM”) of Zijin Mining Group Co., Ltd.\* (the “**Company**”) will be held at 9 a.m. on Monday, 19 May 2025, at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Fujian Province, the People's Republic of China (the “**PRC**”) to consider, approve and authorise the following matters:

### **RESOLUTIONS**

1. Ordinary Resolution: “To consider and approve the Report of the Board of Directors of the Company for 2024”;
2. Ordinary Resolution: “To consider and approve the Report of the Independent Directors of the Company for 2024”;
3. Ordinary Resolution: “To consider and approve the Report of the Supervisory Committee of the Company for 2024”;
4. Ordinary Resolution: “To consider and approve the Company’s 2024 annual report and its summary”;
5. Ordinary Resolution: “To consider and approve the Company’s financial report for the year ended 31 December 2024”;
6. Ordinary Resolution: “To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2024”;
7. Ordinary Resolution: “To consider and approve the proposal to the shareholders’ meeting in relation to the authorisation to the Board of Directors to formulate the profit distribution proposal for the six months ending 30 June 2025”;

8. Ordinary Resolution: “To consider and approve the calculation and distribution proposal for the remuneration of the Executive Directors and Chairman of the Supervisory Committee for the year ended 31 December 2024”;
9. Ordinary Resolution: “To consider and approve the proposal in relation to change of auditor for the year ending 31 December 2025”;
10. Ordinary Resolution: “To consider and approve the proposal in relation to the plan of guarantees for the year ending 31 December 2025”;
11. Ordinary Resolution: “To consider and approve the proposal in relation to development of futures and derivative trading businesses of subsidiaries”;
12. Ordinary Resolution: “To consider and approve the Report on the Use of Proceeds Previously Raised of the Company”;
13. Special Resolution: “To consider and approve the proposal in relation to a general mandate to issue debt financing instruments of the Company”;
14. Special Resolution: “To consider and approve the proposal to the shareholders’ meeting in relation to grant of a general mandate to the Board of Directors to issue A Shares and/or H Shares of the Company”;
15. Special Resolution: “To consider and approve the proposal in relation to the extension of the validity period of the resolution of the shareholders’ meetings on the issuance of A Share convertible corporate bonds of the Company to non-specific investors”; and
16. Special Resolution: “To consider and approve the proposal to the shareholders’ meetings in relation to the extension of the validity period of the relevant authorisation on the issuance of A Share convertible corporate bonds of the Company to non-specific investors”.

By order of the Board of Directors  
**Zijin Mining Group Co., Ltd.\***  
**Chen Jinghe**  
*Chairman*

14 April 2025, Fujian, the PRC

*Notes:*

- (A) **The Company's register of H Shares members will be closed from 13 May 2025 (Tuesday) to 19 May 2025 (Monday) (both days inclusive), during such period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the H Share register of members on 19 May 2025 (Monday, being the record date) will be entitled to attend and vote at the AGM to be convened on 19 May 2025 (Monday) at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Fujian Province, the PRC. In order to be qualified for attending and voting at the AGM, all documents on transfers of H Shares must be lodged with the Registrar of H Shares of the Company no later than 4:30 p.m. on 12 May 2025 (Monday).**

The address of the Hong Kong Registrar of H Shares is:

Computershare Hong Kong Investor Services Limited  
Shops 1712–1716,  
17th Floor, Hopewell Centre,  
183 Queen's Road East,  
Wanchai,  
Hong Kong

- (B) Holders of H Shares who intend to attend the AGM must complete and return the reply slip for the AGM in writing to the Secretariat of the Board of Directors or Registrar of H Shares of the Company – Computershare Hong Kong Investor Services Limited, the address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 16 May 2025 (Friday).

Details of the office of the Secretariat of the Board of Directors are as follows:

41/F., Tower B, Zhonghang Zijin Plaza,  
No.1811 Huandao Road East, Siming District,  
Xiamen City, Fujian Province,  
the People's Republic of China  
Tel: (86)592–2933058  
Fax: (86)592–2933580

- (C) Holders of H Shares who have the right to attend and vote at the AGM are entitled to appoint one or more proxies (whether or not a member) in writing to attend and vote on their behalf. For those shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of polls.
- (D) The instrument appointing a proxy must be in writing and signed by the appointer or his/her attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the appointer, an authorisation instrument that authorises such signatory shall be notarised.
- (E) To be valid, the proxy form (and if the proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, then together with such power of attorney or other authority) must be deposited at the Registrar of H Shares of the Company – Computershare Hong Kong Investor Services Limited no later than 24 hours before the specified time for the holding of the AGM (i.e., no later than 9 a.m. on 18 May 2025 (Sunday), Hong Kong time). The address is: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

- (F) If a proxy is appointed to attend the AGM on behalf of a shareholder, the proxy must indicate its identification document and the authorisation instrument with the date of issue and duly signed by the proxy and its legal representative, and in the case of legal representative of legal person shareholders, such legal representative must show its own identification document and valid document to identify its identity as legal representative. If a legal person shareholder appoints a company's representative other than its legal representative to attend the AGM, such representative must show its own identification document and the authorisation instrument bearing the company chop of the legal person shareholder and duly signed by its legal representative.
- (G) Completion and delivery of the proxy form will not preclude a holder of H Shares from attending and voting in person at the AGM if he/she so wishes.
- (H) The AGM is expected to last for a half day, and shareholders attending the AGM will be responsible for their own travelling and accommodation expenses.

## EXPECTED TIMETABLE

Year 2025 (*Note*)

Latest time for lodging documents on transfer of shares . . . . .	12 May (Monday) 4:30 p.m.
Book closure period (both days inclusive) . . . . .	13 May (Tuesday) to 19 May (Monday)
Record date . . . . .	19 May (Monday)
AGM . . . . .	19 May (Monday)
Announcement on results of the AGM . . . . .	19 May (Monday)
Register of members re-opens . . . . .	20 May (Tuesday)
Cum-rights date, ex-rights date, book closure period and delivery of dividends. . . . .	To be announced

*Note: All times refer to Hong Kong local times*

*As at the date of this notice, the Board of Directors of the Company comprises Messrs. Chen Jinghe (Chairman), Zou Laichang, Lin Hongfu, Ms. Lin Hongying, Messrs. Xie Xionghui and Wu Jianhui as executive directors, Mister Li Jian as non-executive director, and Messrs. He Fulong, Li Changqing, Suen Man Tak, Bo Shao Chuan and Ms. Wu Xiaomin as independent non-executive directors.*

*\* The English name of the Company is for identification purpose only*

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