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洛阳钼业
洛陽欒川鉬業集團股份有限公司
CMOC Group Limited*

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 03993)

INSIDE INFORMATION
PROPOSED CHANGES IN THE SHAREHOLDING OF THE
SECOND LARGEST SHAREHOLDER OF THE COMPANY

This announcement is made by the Company pursuant to Rules 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

I. Proposed Transaction

The Board is pleased to announce that as notified by Luoyang Guohong, Sichuan CATL and CATL, Luoyang Guohong, Sichuan CATL and CATL entered into the Investment Framework Agreement on 30 September 2022, pursuant to which Luoyang Guohong proposed to subscribe for the increased share capital in Sichuan CATL by contributing its 100% equity interests in LMG to Sichuan CATL.

The Proposed Transaction is still subject to the audit and appraisal of relevant assets, determination of consideration, the execution of a final agreement among the relevant parties, the obtaining of internal approvals from the relevant parties, the obtaining of the approval from state-owned assets supervision and administration authorities and anti-trust review if applicable.

II. Particulars of the Investment Framework Agreement

Date	30 September 2022
Parties	Luoyang Guohong; Sichuan CATL; and CATL
Principal Terms	Luoyang Guohong proposed to subscribe for the increased share capital in Sichuan CATL by contributing its 100% equity interests in LMG to Sichuan CATL.
Changes in the Shareholding of the second largest shareholder of the Company	<p>As at the date of this announcement, LMG holds 24.68% equity interests in the Company and is a wholly-owned subsidiary of Luoyang Guohong.</p> <p>Upon completion of the Proposed Transaction, LMG will become a wholly-owned subsidiary of Sichuan CATL, which in turn holds 24.68% of the equity interests in the Company through LMG.</p>

As of the date of this announcement, Sichuan CATL is a wholly-owned subsidiary of CATL and does not hold any equity interests in the Company and it is mainly engaged in the manufacture of lithium-ion battery, the promotion of new energy technology, research and development of emerging energy technology, the development, transfer, consulting and related product research and development and manufacture of new material technology, import and export of goods and software development. Upon the completion of the Proposed Transaction, Sichuan CATL will remain a subsidiary controlled by CATL.

In addition, CATL and Sichuan CATL have confirmed that (i) the Proposed Transaction will not lead to the change in the largest shareholder of the Company or the *de facto* controller of the Company; and (ii) CATL and Sichuan CATL have no intention to obtain the controlling right in the Company or acquire additional shares in the Company in the next 36 months, except for the Proposed Transaction.

The Company will continue to pay close attention to the progress of the Proposed Transaction and procure relevant parties to perform their information disclosure obligations in a timely manner in accordance with the requirements of relevant laws and regulations.

As the Proposed Transaction may or may not proceed, Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	the board of directors of the Company
“CATL”	Contemporary Amperex Technology Co., Limited* (寧德時代新能源科技股份有限公司)

“Company”	CMOC Group Limited* (洛陽樂川鋁業集團股份有限公司), a joint stock company established in the PRC with limited liability, the A Shares and H Shares of which are listed and traded on the SSE and the main board of the Hong Kong Stock Exchange, respectively
“Director(s)”	the director(s) of the Company
“Investment Framework Agreement”	the investment framework agreement entered into by Luoyang Guohong, Sichuan CATL and CATL, pursuant to which, Luoyang Guohong proposed to subscribe for the increased share capital in Sichuan CATL by contributing its 100% equity interests in LMG to Sichuan CATL
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Luoyang Guohong”	Guohong Investment Group Co., Ltd.* (洛陽國宏投資集團有限公司), the controlling shareholder of LMG, holding 100% equity interests in LMG as of the date of this announcement
“LMG”	Luoyang Mining Group Co., Ltd. (洛陽礦業集團有限公司), a substantial shareholder of the Company. As at the date of this announcement, LMG holds 24.68% of the equity interests of the Company
“Proposed Transaction”	the proposed subscription of the increased share capital in Sichuan CATL by Luoyang Guohong by way of contributing its 100% equity interests in LMG to Sichuan CATL as contemplated under the Investment Framework Agreement
“Shareholder(s)”	the shareholder(s) of the Company
“Sichuan CATL”	Sichuan Contemporary Amperex Technology Limited* (四川時代新能源科技有限公司), the wholly-owned subsidiary of CATL as of the date of this announcement

By Order of the Board
CMOC Group Limited*
Yuan Honglin
Chairman

Luoyang City, Henan Province, PRC, 30 September 2022

As at the date of this announcement, the Company’s executive directors are Mr. Sun Ruiwen and Mr. Li Chaochun; the Company’s non-executive directors are Mr. Yuan Honglin, Mr. Guo Yimin and Mr. Cheng Yunlei; and the Company’s independent non-executive directors are Mr. Wang Gerry Yougui, Ms. Yan Ye and Mr. Li Shuhua.

* For identification purpose only