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JINCHUAN金川

JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD

金川集團國際資源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2362)

PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION

This announcement is made by Jinchuan Group International Resources Co. Ltd (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 1 January 2022, the Listing Rules were amended to introduce, among others, a uniform set of 14 core standards for shareholder protection as set out in Appendix 3 to the Listing Rules, which are applicable to issuers regardless of their place of incorporation.

The board of directors (the “**Board**”) of the Company proposed to amend the existing articles of association of the Company (the “**Existing Articles of Association**”) by way of adoption of the amended and restated articles of association (the “**New Articles of Association**”) to (i) bring the articles of association of the Company to be in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules; (ii) enable the Company to convene and hold electronic or hybrid general meetings of the shareholders of the Company (the “**Shareholders**”) and provide flexibility to the Company in relation to the conduct of general meetings; and (iii) make other miscellaneous and housekeeping changes to update or clarify the provisions of the Existing Articles of Association, including consequential amendments in line with the above amendments to the Existing Articles of Association, where it is considered desirable or to better align the wording with that of the Listing Rules and the applicable laws of Cayman Islands.

In view of the vast number of amendments proposed to be made to the Existing Articles of Association, the Board proposed that the New Articles of Association with all the changes to the Existing Articles of Association be adopted in substitution for and to the exclusion of the Existing Articles of Association, instead of carrying out piecemeal modifications to the Existing Articles of Association.

The proposed adoption of the New Articles of Association is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”) and shall take effect upon passing of the special resolution at the AGM.

A circular containing, among other things, further details of the New Articles of Association and a notice of the AGM will be despatched to the Shareholders on 29 April 2023.

By order of the Board
Jinchuan Group International Resources Co. Ltd
Wong Hok Bun Mario
Company Secretary

Hong Kong, 28 April 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Gao Tianpeng and Mr. Cheng Yonghong; two non-executive Directors, namely, Mr. Liu Jian and Mr. Wang Qiangzhong; and four independent non-executive Directors, namely Mr. Yen Yuen Ho, Tony, Mr. Poon Chiu Kwok, Mr. Yu Chi Kit and Ms. Han Ruixia.