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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)

**PURCHASE OF STRUCTURED DEPOSIT WITH
INTERNAL IDLE FUND
PURCHASE OF WEALTH MANAGEMENT OR
ENTRUSTED WEALTH MANAGEMENT PRODUCTS WITH INTERNAL
IDLE FUND
EXTERNAL GUARANTEE
AND
ACCOMPLISHMENT OF THE PERFORMANCE APPRAISAL
INDICATORS OF THE EMPLOYEE SHARE OWNERSHIP PLAN**

I. PURCHASE OF STRUCTURED DEPOSIT WITH INTERNAL IDLE FUND

Reference is made to the announcement of CMOC Group Limited* (the “**Company**”) dated 9 June 2023 in relation to the poll results of the 2022 annual general meeting (the “**AGM**”), upon the approval of the shareholders (the “**Shareholder(s)**”) of the Company at the AGM and according to the actual situation of the Company, the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company agreed to authorize the chairman of the Board or the chief financial officer of the Company to deal with the matters relating to the purchase of structured deposit with internal idle fund within the scope of the authorization of the AGM, the details of which are set out as follows:

1. Type and amount of the deposit: the structured deposit products purchased by the Company are mainly short term products, the balance cap of the unmaturing structured deposit products shall not exceed RMB12 billion (or equivalent amount in foreign currency);
2. Term of the deposit: each separate service shall not exceed 12 months;
3. Validity term: from the date of the approving of relevant resolution at the AGM to the date of the convening of the 2023 annual general meeting.

II. PURCHASE OF WEALTH MANAGEMENT OR ENTRUSTED WEALTH MANAGEMENT PRODUCTS WITH INTERNAL IDLE FUND

Reference is made to the announcement of the Company dated 9 June 2023 in relation to the poll results of the AGM, upon the approval of the Shareholders at the AGM and in order to improve the efficiency of the use of idle fund and maximize the utility value of fund of the Company, to ensure the Company's daily operations, fund safety, compliance in operation, and controllable risks, the Board agreed to authorize the chairman of the Board or the chief financial officer of the Company to deal with the matters relating to the purchase of wealth management or entrusted wealth management products with internal idle fund within the scope of the authorization of the AGM, the details of which are set out as follows:

1. Size of investment: the balance cap of the unmatured wealth management or entrusted wealth management investment shall not be more than RMB10 billion (or equivalent amount in foreign currency), the funds within such cap may be used on a rolling basis;
2. Investment targets: wealth management or entrusted wealth management products with high safety and good liquidity level (excluding structured deposit);
3. Validity term: from the date of the approving of relevant resolution at the AGM to the date of the convening of the 2023 annual general meeting.

III. EXTERNAL GUARANTEE

(I) PROVISION OF GUARANTEE TO WHOLLY-OWNED AND CONTROLLED SUBSIDIARIES

Reference is made to the announcement of the Company dated 9 June 2023 in relation to the poll results of the AGM, upon the approval of the Shareholders at the AGM, the Board agreed to authorize the chairman of the Board or the chief financial officer of the Company to deal with the matters relating to the provision of guarantee to the wholly-owned and controlled subsidiaries of the Company within the scope of the authorization of the AGM, the details of which are set out as follows:

1. Amount of guarantee: the total balance cap shall not exceed RMB90.0 billion (or equivalent amount in foreign currency), among which the maximum guarantee amount for the guaranteed company with an asset-liability ratio exceeding 70% shall be RMB45.0 billion, and the maximum guarantee amount for the guaranteed company with an asset-liability ratio not exceeding 70% shall be RMB45.0 billion;
2. Types of guarantee: loans applied from domestic and foreign financial institutions, bond issuance, bank's acceptance bills, electronic commercial bills, letters of guarantee, bills, letters of credit, mortgaged and pledged loans, bank fund pooling business, letters of guarantee for environmental issues, letters of guarantee for bidding issues, letter of guarantee for performance issues, letter of guarantee for prepayment issues, letter of guarantee for quality issues, the derivatives trading cap, overdraft cap and other forms of liabilities;
3. Validity term: from the date of the approving of relevant resolution at the AGM to the date of the convening of the 2023 annual general meeting.

(II) PROVISION OF SUPPLY CHAIN FINANCING GUARANTEE BY IXM TO ITS SUPPLIERS

Reference is made to the announcement of the Company dated 9 June 2023 in relation to the poll results of the AGM, upon the approval of the Shareholders at the AGM and in order to facilitate the continuous and steady development of the business of IXM Holding S.A., a wholly-owned subsidiary of the Company (together with its wholly-owned or controlled subsidiaries and member units, “**IXM**”), the Board agreed to authorize the chairman of the Board or the chief financial officer of the Company to deal with the matters relating to the provision of supply chain financing guarantee by IXM to its suppliers within the scope of the authorization of the AGM, the details of which are set out as follows:

1. Amount of guarantee: the balance cap shall not exceed USD130 million (or equivalent amount in foreign currency);
2. Validity term: from the date of the approving of relevant resolution at the AGM to the date of the convening of the 2023 annual general meeting.

(III) PROVISION OF GUARANTEE TO JOINT VENTURE

Reference is made to the announcement of the Company dated 9 June 2023 in relation to the poll results of the AGM, upon the approval of the Shareholders at the AGM and in order to ensure the use of the ongoing operating funds by Luoyang Fuchuan Mining Co., Ltd. (“**Fuchuan Mining**”), a joint venture of the Company, the Board agreed to authorize the chairman of the Board or the chief financial officer of the Company to deal with the matters relating to the provision of guarantee to Fuchuan Mining within the scope of the authorization of the AGM, the details of which are set out as follows:

1. Amount of guarantee: financial guarantee of not exceeding RMB1 billion (on the basis of the actual guarantee amount under performance);
2. Counter guarantee: provision of counter guarantee by Fuchuan Mining for the aforesaid guarantee of the Company with its mining rights of Shangfanggou molybdenum mine (Certificate No.: C1000002011073120115610);
3. Validity term: from the date of the approving of relevant resolution at the AGM to the date of the convening of the 2023 annual general meeting.

IV. ACCOMPLISHMENT OF THE PERFORMANCE APPRAISAL INDICATORS OF THE EMPLOYEE SHARE OWNERSHIP PLAN

References are made to the announcement and the circular of the Company dated 5 May 2021, the poll result announcement dated 23 May 2021 and the announcement dated 12 June 2022, in relation to, among other things, the adoption of the 2021 First Phase of Employee Share Ownership Plan of the Company and its amendments (the “**Employee Share Ownership Plan**”). The Board is pleased to announce that the appraisal conditions of all incentive participants for the corresponding interest allocation period in 2022 have been met after the review and confirmation of the Company.

1. Basic Information

According to the audit report issued by Deloitte Touche Tohmatsu Certified Public Accountants LLP, the appraisal indicators at both company and individual level of four incentive participants, namely Mr. Yuan Honglin, Mr. Li Chaochun, Mr. Sun Ruiwen and Mr. Liu Dajun, for the second tranche of interest allocation period have been accomplished as follows:

	Appraisal Indicators	Completion	Appraisal
Performance Appraisal Indicators for the Company	(1) The asset-liability ratio (excluding monetary funds (including RMI)) at the end of 2022 shall not be more than 60%;	The asset-liability ratio (excluding monetary funds (including RMI)) at the end of 2022 is 45.13%.	Fulfilled
	(2) Based on the performance in 2020, the compound annual growth rate of return on net assets in 2022 shall not be less than 12%.	The compound annual growth rate of return on net assets in 2022 is 51.66%.	Fulfilled
Personal Performance Appraisal Indicators	The personal performance appraisal indicators are divided into three categories: excellent, qualified and unqualified. Employees participating in the Employee Share Ownership Plan shall be rated as excellent and above in their personal annual assessment.	Aforesaid four employees are eligible to participate in the Employee Share Ownership Plan. The individual appraisal results of such participants in 2022 are all rated as excellent and above, which have met the requirements.	Fulfilled

Mr. Zhou Jun, the new incentive participant, has been entitled with the relevant shares and corresponding interests transferred from and held by former incentive participant since 10 June 2022 and the performance appraisal year for Mr. Zhou Jun is 2022-2024. The performance appraisal targets regarding the first tranche of interest allocation period of the Employee Share Ownership Plan have been fulfilled. The appraisal indicators at both company and individual level of Mr. Zhou Jun for the first tranche of interest allocation period have been accomplished as follows:

	Appraisal Indicators	Completion	Appraisal
Performance Appraisal Indicators for the Company	(1) The asset-liability ratio (excluding monetary funds (including RMI)) at the end of 2022 shall not be more than 60%;	The asset-liability ratio (excluding monetary funds (including RMI)) at the end of 2022 is 45.13%.	Fulfilled
	(2) Based on the performance in 2020, the compound annual growth rate of return on net assets in 2022 shall not be less than 12%.	The compound annual growth rate of return on net assets in 2022 is 51.66%.	Fulfilled
Personal Performance Appraisal Indicators	The personal performance appraisal indicators are divided into three categories: excellent, qualified and unqualified. Employees participating in the Employee Share Ownership Plan shall be rated as excellent and above in their personal annual assessment.	Mr. Zhou Jun is eligible to participate in the Employee Share Ownership Plan. His individual appraisal result in 2022 is rated as excellent and above, which has met the requirements.	Fulfilled

According to the provisions of the Employee Share Ownership Plan, the management committee of the Employee Share Ownership Plan may assign the units and attached interests unlocked during the corresponding interest allocation period to the individual incentive participants. The details of the unlocking of shares are as follows:

No.	 Holders	Positions	Amount of Units
1	Sun Ruiwen	President	10,800,000
2	Yuan Honglin	Chairman of the Board	4,807,972
3	Li Chaochun	Vice chairman of the Board, Chief Investment Officer	4,500,000
4	Zhou Jun	Vice President	4,500,000
5	Liu Dajun	Assistant to president	4,500,000
Total			29,107,972

2. Opinions from the Independent Non-Executive Directors

The independent non-executive Directors are of the view that after their verification, the appraisal conditions of all incentive participants under the Employee Share Ownership Plan for the corresponding interest allocation period in 2022 have been met, which are in compliance with laws and regulations including Guiding Opinions and the relevant provisions of the Employee Share Ownership Plan and the administrative measures for the Employee Share Ownership Plan. The company performance appraisal indicators and individual performance appraisal indicators have been accomplished and the unlocking of the Employee Share Ownership Plan has not violated the interests of the Company and its shareholders, especially small and medium shareholders. The independent non-executive Directors unanimously agreed with the unlocking in the interest allocation period.

3. Arrangements Following the Expiry of the Current Lock-up Period

The Employee Share Ownership Plan will strictly abide by the market trading rules and the prohibition of buying and selling stocks during the sensitive period of information. All parties shall not use the Employee Share Ownership Plan to conduct securities fraud such as insider trading and market manipulation. Sensitive periods include but are not limited to:

- (1) Within 30 days before the publication of the Company's annual report or interim report, if the date of publication of the annual report or interim report is postponed due to special reasons, the sensitive period shall start from the 30th day prior to the original publication date to one day before the publication of the report;
- (2) Within 10 days before the publication of the Company's quarterly report, profit forecast, and preliminary financial data;
- (3) From the date of the occurrence of a major event that may have a relatively great impact on the trading price of the Company's stocks and derivatives, or the date of entering the decision-making process of such event, to the date of disclosure of such event according to law;
- (4) Other periods stipulated by the China Securities Regulatory Commission and the stock exchanges.

4. Others

The Company will continue to pay attention to the implementation of the Employee Share Ownership Plan, and timely perform its information disclosure obligations in accordance with relevant laws and regulations.

Pursuant to relevant laws and regulations, Mr. Yuan Honglin, Mr. Li Chaochun and Mr. Sun Ruiwen have abstained from voting on the relevant Board resolutions due to conflicts of interest or potential conflicts of interest with the Employee Share Ownership Plan. Save as disclosed above, none of the Directors have a material interest in the Employee Share Ownership Plan.

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

Luoyang City, Henan Province, PRC, 9 June 2023

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. Lin Jiuxin and Mr. Jiang Li; and the Company's independent non-executive directors are Mr. Wang Gerry Yougui, Ms. Yan Ye and Mr. Li Shuhua.

* *For identification purpose only*