

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



**Xinjiang Xinxin Mining Industry Co., Ltd.\***

**新疆新鑫礦業股份有限公司**

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

**(Stock code: 3833)**

## **NOTICE OF THE EGM**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (“**EGM**”) of Xinjiang Xinxin Mining Industry Co., Ltd. (the “**Company**”) will be held at 11:00 a.m. on Friday, 13 October 2023 at Conference Room, 6/F, No. 501, Fusion South Road, Cooperation Zone, Economic and Technological Development Zone, Urumqi, Xinjiang, the People’s Republic of China (the “**PRC**”) to consider and, if thought fit, to pass the following resolutions:

### **ORDINARY RESOLUTIONS**

1. To consider and approve individually each of the following ordinary resolutions in relation to the election of executive directors, non-executive directors and independent non-executive directors of the seventh session of the board of directors of the Company:
  - (1) THAT the re-election of Mr. Qi Xinhui as an executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (2) THAT the re-election of Mr. Guo Quan as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (3) THAT the re-election of Mr. Zhou Chuanyou as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;

- (4) THAT the re-election of Mr. Wang Lijian as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (5) THAT the election of Ms. Chen Yang as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (6) THAT the re-election of Mr. Hu Chengye as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (7) THAT the re-election of Mr. Hu Benyuan as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (8) THAT the re-election of Mr. Wang Qingming as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (9) THAT the re-election of Mr. Lee Tao Wai as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026.
2. To consider and approve individually each of the following ordinary resolutions in relation to the election of independent supervisors and shareholders' representative supervisor of the seventh session of the supervisory committee of the Company:
- (1) THAT the re-election of Ms. Yao Wenyong as an independent supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (2) THAT the re-election of Mr. Meng Guojun as an independent supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;
  - (3) THAT the election of Ms. Chen Rong as a shareholders' representative supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026.

3. To consider and approve individually each of the following ordinary resolutions in relation to the remuneration of all the elected directors of the seventh session of the board of directors of the Company, in accordance with the service contracts:
- (1) THAT there shall not be any director's remuneration payable by the Company to Mr. Qi Xinhui be and is hereby approved, the remuneration payable to Mr. Qi Xinhui by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;
  - (2) THAT there shall not be any director's remuneration payable by the Company to Mr. Guo Quan be and is hereby approved;
  - (3) THAT there shall not be any director's remuneration payable by the Company to Mr. Zhou Chuanyou be and is hereby approved;
  - (4) THAT there shall not be any director's remuneration payable by the Company to Mr. Wang Lijian be and is hereby approved;
  - (5) THAT there shall not be any director's remuneration payable by the Company to Ms. Chen Yang be and is hereby approved;
  - (6) THAT there shall not be any director's remuneration payable by the Company to Mr. Hu Chengye be and is hereby approved;
  - (7) THAT the director's remuneration payable by the Company to Mr. Hu Benyuan is RMB70,000 per annum (tax inclusive) and is hereby approved;
  - (8) THAT the director's remuneration payable by the Company to Mr. Wang Qingming is RMB70,000 per annum (tax inclusive) and is hereby approved;
  - (9) THAT the director's remuneration payable by the Company to Mr. Lee Tao Wai is HK\$130,000 per annum (tax inclusive) and is hereby approved.

4. To consider and approve individually each of the following ordinary resolutions in relation to the remuneration of all the elected supervisors of the seventh session of the supervisory committee of the Company, in accordance with the service contracts:
- (1) THAT there shall not be any supervisor's remuneration payable by the Company to Mr. Li Shouqiang be and is hereby approved, the remuneration payable to Mr. Li Shouqiang by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;
  - (2) THAT there shall not be any supervisor's remuneration payable by the Company to Mr. Huang Fakai be and is hereby approved, the remuneration payable to Mr. Huang Fakai by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;
  - (3) THAT there shall not be any supervisor's remuneration payable by the Company to Ms. Chen Rong be and is hereby approved;
  - (4) THAT the supervisor's remuneration payable by the Company to Ms. Yao Wenying shall be RMB40,000 per annum (tax inclusive) be and is hereby approved;
  - (5) THAT the supervisor's remuneration payable by the Company to Mr. Meng Guojun shall be RMB40,000 per annum (tax inclusive) be and is hereby approved.
5. To consider and approve the ordinary resolution on the authorisation to the board of directors of the Company, for the chairman to sign the service contracts with all elected directors or supervisors upon such terms and conditions as it may deem fit, and to do such acts to effect such matters.
6. To consider and approve the ordinary resolution on the appointment of ShineWing Certified Public Accountants LLP as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.

By order of the Board  
**Li Zhenzhen, Lam Cheuk Fai**  
*Joint Company Secretaries*

Xinjiang, the PRC  
29 August 2023

*Notes:*

1. Closure of register of members and eligibility for attending the EGM

The register of members of the Company will be closed from Wednesday, 13 September 2023 to Friday, 13 October 2023 (both days inclusive), during which time no share transfers will be registered. In order to be eligible to attend the EGM, instruments of transfer accompanied by share certificates and other appropriate documents must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, 12 September 2023. Shareholders of the Company whose names appear on the register of members of the Company at the opening of business on Friday, 13 October 2023 are entitled to attend the EGM.

2. Notice of attendance

Shareholders who intend to attend the EGM should complete and lodge the accompanying reply slip and return it to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, on or before Saturday, 23 September 2023. The reply slip may be delivered by hand, by post or by fax to the Company's H Share registrar. Completion and return of the reply slip does not affect the right of a shareholder of the Company to attend the EGM. However, the failure to return the notice of attendance may result in an adjournment of the EGM, if the number of shares carrying the right to vote represented by the shareholders of the Company proposing to attend the EGM by the notice of attendance does not reach more than half of the total number of shares of the Company carrying the right to vote at the EGM.

3. Proxy

Every shareholder of the Company who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Company, to attend and vote on his behalf at the EGM.

A proxy must be appointed by an instrument in writing and signed by the appointer or his attorney duly authorised in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorised in writing. The instrument appointing the proxy shall be deposited at the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other document of authority under which the instrument is signed shall be notarised. The notarised power of attorney or other document of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Company's H Share registrar. Return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the EGM if he so wishes.

If more than one proxy is appointed, such proxies shall only be entitled to vote by poll. Shareholders or their proxies are required to produce their identification documents when attending the EGM.

4. Others

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes at the general meeting will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

The EGM is expected to last for approximately 2 hours. Shareholders and their proxies attending the meeting shall be responsible for their own travelling and accommodation expenses.

*As at the date of this notice, the executive directors of the Company are Mr. Qi Xinhui and Mr. Yu Wenjiang; the non-executive directors of the Company are Mr. Guo Quan, Mr. Zhou Chuanyou, Mr. Hu Chengye and Mr. Wang Lijian; and the independent non-executive directors of the Company are Mr. Hu Benyuan, Mr. Wang Qingming and Mr. Lee Tao Wai.*

\* *For identification purposes only*