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江西銅業股份有限公司
JIANGXI COPPER COMPANY LIMITED

(a Sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 0358)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Jiangxi Copper Company Limited (the “**Company**”) will be held at the Conference Room of the Company at JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the People’s Republic of China (the “**PRC**”), at 3:00 p.m. on Thursday, 4 January 2024 (or any adjournment thereof) for the following purposes:

ORDINARY RESOLUTIONS

1. “**THAT**

- (i) the consolidated supply and services agreement I entered into between the Company and Jiangxi Copper Corporation Limited (“**JCC**”) on 10 November 2023 in respect of the supply of various materials and provision of consolidated services by JCC and its subsidiaries from time to time (other than the Company and its subsidiaries from time to time (collectively, the “**Group**”) to the Group (a copy of which marked “A” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(“**Agreement 1**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) the proposed annual caps regarding Agreement 1 for each of the three financial years ending 31 December 2026 (as set out in the circular of the Company dated 12 December 2023) be and are hereby approved; and

- (iii) any director of the Company be and is hereby authorised for and on behalf of the Company to sign, seal, execute, perfect and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with Agreement 1, the proposed annual caps and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of Agreement 1 as he may in his discretion consider to be desirable and in the interests of the Company.”

2. **“THAT**

- (i) the consolidated supply and services agreement II entered into between the Company and JCC on 10 November 2023 in respect of the supply of various materials and provision of consolidated services by the Group to JCC and its subsidiaries from time to time (other than the Group) (a copy of which marked “B” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(“**Agreement 2**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) the proposed annual caps regarding Agreement 2 for each of the three financial years ending 31 December 2026 (as set out in the circular of the Company dated 12 December 2023) be and are hereby approved; and
- (iii) any director of the Company be and is hereby authorised for and on behalf of the Company to sign, seal, execute, perfect and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with Agreement 2, the proposed annual caps and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of Agreement 2 as he may in his discretion consider to be desirable and in the interests of the Company.”

3. **“THAT**

- (i) the land use rights leasing agreement entered into between the Company and JCC on 10 November 2023 in relation to the leasing of land use right of the lands covering an area of approximately 50,737,714.77 square meters from JCC to the Group for a term of three years ending 31 December 2026 (a copy of which marked “C” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(the “**Land Use Rights Leasing Agreement**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and

- (ii) any director of the Company be and is hereby authorised for and on behalf of the Company to sign, seal, execute, perfect, and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with the Land Use Rights Leasing Agreement and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of the Land Use Rights Leasing Agreement as he may in his discretion consider to be desirable and in the interests of the Company.”

By Order of the Board of
Jiangxi Copper Company Limited
Zheng Gaoqing
Chairman

Nanchang, Jiangxi Province, the PRC, 12 December 2023

As at the date of this notice, the executive Directors are Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, and Mr. Yu Tong; and the independent non-executive Directors are Mr. Liu Xike, Mr. Zhu Xingwen, Mr. Wang Feng and Mr. Li Shuidi.

Notes:

- (i) Any shareholder of the Company (the “**Shareholder(s)**”) entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the EGM on his/her/its behalf in accordance with the articles of association of the Company. A proxy need not be a Shareholder.
- (ii) In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at the Secretariat of the Board of the Company at 3rd Floor, JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the PRC (Postal Code: 330096) (in the case of proxy form of holders of A shares of the Company) or the Company’s H share registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of proxy form of holders of H shares of the Company) not less than 24 hours before the time for holding the EGM or 24 hours before the time appointed for taking the poll.
- (iii) Shareholders or their proxies shall produce their identity documents when attending the EGM.
- (iv) In order to determine the identity of the Shareholders entitled to attend and vote at the EGM, the register of members of the Company will be closed from Thursday, 28 December 2023 to Thursday, 4 January 2024 (both days inclusive), during such period no share transfer will be registered. All transfer documents accompanied by the relevant share certificates, must be lodged with the H share registrar of the Company, Hong Kong Registrars Limited, whose address is at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration by no later than 4:30 p.m. on Wednesday, 27 December 2023.
- (v) Shareholders whose name appear on the register of members of the Company on Thursday, 28 December 2023 are entitled to attend and vote at the EGM.
- (vi) Shareholders who intend to attend the EGM shall complete and lodge the reply slip for attending the EGM at the Secretariat of the Board of the Company at 3rd Floor, JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the PRC (Postal Code: 330096) on or before Wednesday, 27 December 2023. The reply slip may be delivered to the Company by hand, by post or by fax (at fax no.: (86) 791-82710114).
- (vii) The EGM is not expected to take more than half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travel and accommodation expenses.