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ZHAOJIN

ZHAOJIN MINING INDUSTRY COMPANY LIMITED*

招金礦業股份有限公司

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

(Stock Code: 1818)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Zhaojin Mining Industry Company Limited* (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 Company held the 18th meeting of the 7th session of the board of directors (the “**Board**”) on 10 May 2024 to review and approve the resolution on the proposed amendments (the “**Proposed Amendments**”) to the Company’s articles of association (the “**Articles of Association**”).

Given that: (1) the Company has completed the placing of 132,000,000 new H shares of the Company on 22 April 2024, and the total number of issued shares of the Company increased from 3,270,393,204 shares to 3,402,393,204 shares and the total number of issued H shares of the Company increased from 2,609,555,597 shares to 2,741,555,597 shares; and (2) Zhaoyuan City State-owned Assets Operation Company Limited* (招遠市國有資產經營有限公司), which held 42,400,000 domestic shares of the Company, has transferred the above shares to Shandong Gold Capital State owned Capital Investment Group Co., Ltd.* (山東金都國有資本投資集團有限公司), the Articles of Association need to be amended as follows in order to reflect the aforesaid changes in the shareholding structure of the Company:

No.	Original Articles	Amended Articles
1	<p>Article 3.5</p> <p>The share capital structure of the Company: 3,270,393,204 ordinary shares, of which domestic shareholders hold 660,837,607 shares, representing 20.21% of the issued ordinary shares of the Company, of which, 618,437,607 shares and 42,400,000 shares are held by Zhaojin Group and Zhaoyuan City State-owned Assets Operation Company Limited, respectively; Shareholders of overseas-listed foreign-invested shares hold 2,609,555,597 shares, representing 79.79% of the issued ordinary shares of the Company.</p>	<p>Article 3.5</p> <p>The share capital structure of the Company: <u>3,402,393,204</u>3,270,393,204 ordinary shares, of which domestic shareholders hold 660,837,607 shares, representing <u>19.42</u>20.21% of the issued ordinary shares of the Company, of which, 618,437,607 shares and 42,400,000 shares are held by Zhaojin Group and <u>Shandong Gold Capital State owned Capital Investment Group Co., Ltd.</u>Zhaoyuan City State-owned Assets Operation Company Limited, respectively; Shareholders of overseas-listed foreign-invested shares hold <u>2,741,555,597</u>2,609,555,597 shares, representing <u>80.58</u>79.79% of the issued ordinary shares of the Company.</p>

No.	Original Articles	Amended Articles
2	<p data-bbox="300 214 432 240">Article 3.8</p> <p data-bbox="300 278 844 336">The registered capital of the Company is RMB3,270,393,204.</p>	<p data-bbox="857 214 986 240">Article 3.8</p> <p data-bbox="857 278 1390 336">The registered capital of the Company is RMB<u>3,402,393,204</u>3,270,393,204.</p>

Except for the Proposed Amendments to the Articles of Association, other provisions of the Articles of Association remain unchanged. The English version of the Proposed Amendments to the Articles of Association is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

The Proposed Amendments to the Articles of Association have been reviewed and approved by the Board and will be proposed at the 2023 annual general meeting and class meetings of the Company for consideration. The amended Articles of Association will be submitted for relevant change of company registration procedures after the resolution for the Proposed Amendments to the Articles of Association has been passed at the aforesaid meetings.

By order of the Board
Zhaojin Mining Industry Company Limited*
Chairman
Jiang Guipeng

Zhaoyuan, the PRC, 10 May 2024

As at the date of this announcement, the Board comprises:

Executive Directors: *Mr. Jiang Guipeng, Mr. Duan Lei, Mr. Wang Ligang and Mr. Chen Lunan*

Non-executive Directors: *Mr. Long Yi, Mr. Li Guanghui and Mr. Luan Wenjing*

Independent non-executive Directors: *Ms. Chen Jinrong, Mr. Choy Sze Chung Jojo, Mr. Wei Junhao and Mr. Shen Shifu*

* *For identification purpose only*