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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)

**CHANGE OF JOINT COMPANY SECRETARY**  
**AND**  
**WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND**  
**8.17 OF THE LISTING RULES**

**CHANGE OF JOINT COMPANY SECRETARY**

The board (the “**Board**”) of directors (the “**Directors**”) of Jiangxi Copper Company Limited (the “**Company**”) hereby announces that, the Company convened the 5<sup>th</sup> meeting of the 10<sup>th</sup> session of the Board on 6 December 2024, considered and approved the “Resolution of Jiangxi Copper Company Limited on the Cessation of Mr. Tu Dongyang to Serve as the Secretary to the Board of the Company” and the “Resolution of Jiangxi Copper Company Limited on the Appointment of Mr. Liao Xingeng as the Secretary to the Board of the Company”, details of which are as follows:

Due to changes in work arrangements, Mr. Tu Dongyang (“**Mr. Tu**”) ceased to serve the position as the joint company secretary of the Company (the “**Joint Company Secretary**”), with effect from 6 December 2024. Mr. Tu will continue to serve as the deputy general manager of the Company.

Mr. Tu has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation from the position as the Joint Company Secretary that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

In view of Mr. Tu's cessation to serve the position as the Joint Company Secretary, after the nomination committee of the 10<sup>th</sup> session of the Board has considered, approved and submitted to the 5<sup>th</sup> meeting of the 10<sup>th</sup> session of the Board for consideration, the Board has agreed to appoint Mr. Liao Xingeng ("Mr. Liao") as the Joint Company Secretary, with effect from 6 December 2024. Mr. Tung Tat Chiu, Michael ("Mr. Tung"), the existing Joint Company Secretary, will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Liao and Mr. Tung are as follows:

Mr. Liao, aged 58, graduated from the Metallurgy Department of Jiangxi University of Science and Technology (江西理工大學) (formerly known as Southern Institute of Metallurgy (南方冶金學院)) with a bachelor's degree in non-ferrous metallurgy, obtained a master's degree in business administration from Nanchang University (南昌大學), and is a senior engineer. Mr. Liao joined the Company in July 2018, and has since then served as a member of the party committee and the deputy general manager of the Company. He is mainly in charge of the human resources department and the operation improvement department of the Company. Mr. Liao's responsibilities in the human resources department of the Company consist of human resources management, organisation of performance appraisal and environmental, social and governance, where focus is placed on fair and legal employment, employee care and employee training system. In the operation improvement department of the Company, Mr. Liao is mainly involved in the optimisation and improvement of the corporate governance structure and governance levels, innovation management, information technology construction and multi-enterprise management. Prior to joining the Company, Mr. Liao served as the chairman of Jiangxi Rare Earth Metals Tungsten Industry Group Import and Export Co., Ltd.\* (江西稀有稀土金屬鎢業集團進出口有限公司), the assistant to the general manager and deputy general manager of Jiangxi Rare Metal Tungsten Industry Holding Group Co., Ltd.\* (江西稀有金屬鎢業控股集團有限公司) and the deputy general manager of Jiangxi Tungsten Industry Holding Group Co., Ltd.\* (江西鎢業控股集團有限公司).

Mr. Tung, aged 62, is a practising solicitor in Hong Kong, a China-Appointed Attesting Officer and a senior partner of Tung & Co. Solicitors. With the bachelor's degrees in law and accounting from the University of Manchester, the United Kingdom, Mr. Tung has over 30 years of experience as a practising solicitor in Hong Kong, and currently serves as a company secretary of a number of listed companies in Hong Kong.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), the issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that the issuer must appoint as its company secretary an individual who, by virtue of his academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Although the Company notes that Mr. Liao currently does not have the qualifications as required under Rule 3.28 of the Listing Rules, having considered the aforesaid background and experience of Mr. Liao and the reasons set out below, the Board is of the view that Mr. Liao is capable of discharging the duties of the Joint Company Secretary:

- a) The headquarters and principal business activities of the Company are located in the People's Republic of China (the "PRC"), the Company wishes to appoint a person who is familiar with the business and day-to-day operation of the Company to be the Joint Company Secretary;
- b) Mr. Liao's ample understanding of the business operation of the Company, his close working relationship with the Board and the senior management of the Company as well as his presence at the Company's headquarters would allow him to maintain strong communication with the Board and the management of the Company, enabling effective corporate governance and decision-making of the Company's day-to-day affairs;
- c) The Company is listed on both the Stock Exchange and the Shanghai Stock Exchange (the "SSE"). According to the Rules Governing the Listing of Stocks on the SSE, a listed company shall appoint a secretary to the Board to serve as the designated point of contact between the Company and the SSE. Considering that Mr. Liao has participated in the board secretary pre-appointment training organised by the SSE in October 2024 and has obtained the SSE's main board board secretary training qualification certificate, he possesses the necessary professional knowledge and working experience to discharge the duties of a board secretary and his qualification is in compliance with the requirements of the relevant laws, regulations and regulatory documents, Mr. Liao is qualified to act as the aforesaid designated point of contact. Further, Mr. Liao's understanding of the operational and regulatory environment in the PRC would facilitate effective corporate governance, especially in the PRC-specific regulatory and governance matters; and
- d) Mr. Tung will continue to serve as the Joint Company Secretary and assist Mr. Liao in jointly performing the functions of the Joint Company Secretary.

In addition, the Company will ensure, and Mr. Liao undertakes, that he will attend no less than 15 hours of external seminars and/or external training courses that are relevant to a company secretary's roles and duties in each financial year in order to comply with the annual professional training requirements set out in Rule 3.29 of the Listing Rules.

In view of the above, the Company has applied to the Stock Exchange, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) for a period of three years from the date of Mr. Liao’s appointment as the Joint Company Secretary (the “**Waiver Period**”), on the conditions that:

- a) Mr. Liao must be assisted by Mr. Tung (who has the qualification and experience of a company secretary as required under Rule 3.28 of the Listing Rules) during the Waiver Period; and
- b) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The Company should announce the reasons, details and conditions of the Waiver. Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Liao, having had the benefit of Mr. Tung’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

The Board would like to express its welcome to Mr. Liao for taking up the appointment as the Joint Company Secretary.

By Order of the Board  
**JIANGXI COPPER COMPANY LIMITED**  
**Zheng Gaoqing**  
*Chairman*

Nanchang, Jiangxi, PRC, 6 December 2024

*As at the date of this announcement, the executive Directors are Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Gao Jian-min, Mr. Liang Qing and Mr. Yu Minxin; and the independent non-executive Directors are Mr. Wang Feng, Ms. Lai Dan and Ms. Liu Shuying.*

\* *For identification purposes only*