If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in **Xinjiang Xinxin Mining Industry Co., Ltd.,** you should at once hand this circular and the accompanying proxy form to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

APPOINTMENT OF EXECUTIVE DIRECTOR AND PROPOSED RE-DESIGNATION OF DIRECTOR

The letter from the Board of the Company is set out on pages 1 to 4 in this circular.

A notice convening the EGM to be held at 11:30 a.m. on Friday, 29 August 2025 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 is set out on pages 7 to 9 in this circular.

Every Shareholder 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. The return of a form of proxy will not preclude a Shareholder 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.

14 August 2025

* *For identification purposes only*

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In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Board"	the board of Directors of the Company
"Company"	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 PRC with limited liability, the H Shares of which are listed on the Stock Exchange
"Director(s)"	director(s) of the Company
"EGM"	the 2025 extraordinary general meeting of the Company to be held at 11:30 a.m. on Friday, 29 August 2025 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 notice of which is set out on pages 7 to 9 in this circular
"EGM Notice"	the notice of the EGM
"H Share(s)"	overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB0.25 each subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
"Kalatongke Mining"	Xinjiang Kalatongke Mining Industry Co., Ltd.* (新疆喀拉通克礦業有限責任公司)
"Latest Practicable Date"	11 August 2025, being the latest practicable date prior to the printing of this circular for ascertaining information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Nomination Committee"	the nomination committee of the Company
"PRC"	the People's Republic of China, but for the purposes of this circular only, excludes the Hong Kong Special Administrative Region of the PRC, the Macau Special Administrative Region of the PRC and Taiwan

"Share(s)"	ordinary share(s) with a nominal value of RMB0.25 each in the share capital of the Company, including both the H Shares and the Domestic Shares
"Shareholder(s)"	holder(s) of the Shares in the registers of members of the Company from time to time
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

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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)

Executive Director:
Mr. Chen Yin

Non-executive Directors:
Mr. Qi Xinhui
Mr. Zhou Chuanyou
Mr. Wang Lijian
Mr. Hu Chengye

Independent Non-executive Directors:
Mr. Hu Benyuan
Mr. Huang Yong
Mr. Lee Tao Wai

Employee Representative Director:
Ms. Zhang Li

Statutory address and principal place of business in the PRC:
No. 501, Fusion South Road,
Cooperation Zone, Economic and
Technological Development Zone,
Urumqi, Xinjiang

Registered office in Hong Kong:
9/F The Center
99 Queen's Road Central
Central, Hong Kong

14 August 2025

To the Shareholders

Dear Sir or Madam,

APPOINTMENT OF EXECUTIVE DIRECTOR AND PROPOSED RE-DESIGNATION OF DIRECTOR

INTRODUCTION

The purpose of this circular is to provide you with the EGM Notice and the information on each resolution to be proposed at the EGM, including (i) appointment of executive Director; and (ii) proposed re-designation of Director.

1. APPOINTMENT OF EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 2 August 2025, in relation to, among others, the resignation of non-executive Director, and changes of the chairman of the Board, members of the Remuneration and Review Committee and the Nomination Committee, the proposed appointment of executive Director and proposed re-designation of Director.

On 2 August 2025, Mr. Qi Xinhui ("**Mr. Qi**") has tendered his resignations as (i) the chairman of the Board; (ii) a non-executive Director; and (iii) a member of the Remuneration and Review Committee, a member of the Nomination Committee, and the chairman of the Strategy and Sustainable Development (ESG) Committee, due to his personal business commitments and inability to attend to the business of the Company. Mr. Qi's resignations as chairman of the Board, member of the Remuneration and Review Committee and member of the Nomination Committee have taken effect upon the appointment of the new chairman of the Board at the Board meeting held on 2 August 2025, and his resignations of non-executive Director and chairman of the Strategy and Sustainable Development (ESG) Committee will take effect on the date of the successful appointment of a new Director at the EGM of the Company.

Mr. Qi has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignations that needs to be brought to the attention of the Shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Qi for his contribution to the Company during his tenure of office.

At the meeting of the Board held on 2 August 2025, the Board considered and approved, among other things, the resolution on recommending Mr. Li Jiangping ("**Mr. Li**") to be elected as an executive Director of the Company at the general meeting of the Company for a term commencing from the date of approval at the EGM to 13 October 2026, being the date of expiry of the term of the seventh session of the Board.

For biographical details of Mr. Li, please refer to Appendix I.

If the appointment of Mr. Li is approved at the EGM, Mr. Li will not receive any director's remuneration from the Company under the service contract to be entered into between the Company and Mr. Li, the execution of which is subject to the approval of the Shareholders at the EGM. The remuneration received by Mr. Li from the Company is determined in accordance with the remuneration standards and payment management methods in respect of his role, and such remuneration standards are determined in accordance with the prevailing market rate and the expansion scale of the Company.

2. PROPOSED RE-DESIGNATION OF DIRECTOR

At the meeting of the Board held on 2 August 2025, the Board considered and approved, among other things, the resolution on the re-designation of Mr. Chen Yin ("**Mr. Chen**") from an executive Director to a non-executive Director for a term commencing on the date of approval at the EGM and ending on 13 October 2026, being the date of expiry of the term of the current session of the Board, and it was agreed that such resolution will be submitted to the Shareholders of the Company for consideration and approval at the EGM.

For biographical details of Mr. Chen, please refer to Appendix I.

If the re-designation of Mr. Chen is approved at the EGM, Mr. Chen will not receive any director's remuneration from the Company under the new service contract to be entered into between the Company and Mr. Chen, the execution of which is subject to the approval of the Shareholders at the EGM. The actual expenses arising from executing duties by Mr. Chen as a Director will be reimbursed by the Company.

3. EGM

A notice of the EGM is set out on pages 7 to 9 of this circular. A form of proxy for use at the EGM is enclosed with this circular. To be valid, the form of proxy must be completed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be lodged with in accordance with the instructions printed thereon and lodge the same with the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time scheduled for holding of the EGM.

4. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the AGM 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.

5. RECOMMENDATION

The Board considers that all resolutions set out in the EGM Notice are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the proposed resolutions.

6. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
By Order of the Board
Xinjiang Xinxin Mining Industry Co., Ltd.*
Wu Ning, Lam Siu Wing
Joint Company Secretaries

* *For identification purposes only*

The biographical details of Mr. Li Jiangping are set out below:

Mr. Li Jiangping (李江平), aged 57, served as an employees' representative supervisor of the Company from October 2017 to March 2020. Mr. Li studied in Keketuohai Technical College (可可托海技工學校) from September 1985 to August 1987, majoring in mine selection, and studied in Non-ferrous Chengdu Geology Staff University (有色金屬成都地質職工大學) from September 1990 to July 1993, majoring in safety engineering. Mr. Li is currently a national registered valuer for safety and a senior engineer of non-ferrous metallurgy. Mr. Li worked in flotation at the Xinjiang Keketuohai Mining Bureau's mechanical selection plant from September 1987 to September 1990, successively served as the safety officer in safety and environmental protection department and deputy director of production and dispatching of rare metals and mine in Keketuohai, Xinjiang from September 1993 to March 2000, successively served as the section chief, deputy director, director of copper workshop and deputy supervisor of material department of Fukang Refinery from March 2000 to July 2012, successively served as the member to the Party Committee, deputy director, chairman and deputy secretary to the Party Committee of labour union, director, secretary to the Party Committee and head of Fukang Refinery from August 2012 to January 2024, and has served as the member to the Party Committee and deputy general manager of the Company since January 2024 to August 2025, and has served as the deputy secretary of Party Committee and general manager of the Company since August 2025.

As at the date of this circular, Mr. Li does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). He has not been subject to any public sanctions by statutory or regulatory authority. Save as disclosed above, Mr. Li has not held any directorship in any other public listed company in the past three years and does not have any other relationship with any Director, senior management, substantial or controlling Shareholder (as defined in the Listing Rules) of the Company. There are no other matters concerning the appointment of Mr. Li that need to be brought to the attention of the Shareholders or the Stock Exchange and there are no other matters which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The biographical details of Mr. Chen Yin are set out below:

Mr. Chen Yin (陳寅), aged 39, has served as an executive Director of the Company since May 2024 and the chairman of the Board of the Company since August 2025. Mr. Chen studied at Jiangxi University of Science and Technology (江西理工大學), majoring in mining engineering, from September 2005 to July 2009. Mr. Chen has considerable working experience in the non-ferrous metals industry in Xinjiang both in terms of the relevant technical expertise and corporate management. Mr. Chen started his career with the Xinjiang Kalatongke immediately after his graduation from university. From July 2009 to June 2012, Mr. Chen served various positions in Xinjiang Kalatongke, including dispatcher, mining technician, technician and section chief, as well as head of the technical room and deputy head dispatcher. From June 2012 to May 2019, Mr. Chen served as deputy head, acting head and head of Mine 1 of Xinjiang Kalatongke. Furthermore, during the period from May 2019 to January 2024, Mr. Chen served as deputy head engineer, member to the Party Committee and deputy general manager as well as deputy secretary of the Party Committee and general manager of Xinjiang Kalatongke. Mr. Chen served as deputy general manager and chief engineer of the Company from October 2023 to February 2024, served as the deputy secretary of the Party Committee of the Company from January 2024 to July 2025, has served as the general manager of the Company since March 2024 to August 2025, and has served as the secretary of the Party Committee of the Company since July 2025..

As at the date of this circular, Mr. Chen does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). He has not been subject to any public sanctions by statutory or regulatory authority. Save as disclosed above, Mr. Chen has not held any directorship in any other public listed company in the past three years and does not have any other relationship with any Director, senior management, substantial or controlling Shareholder (as defined in the Listing Rules) of the Company. There are no other matters concerning the re-designation of Mr. Chen that need to be brought to the attention of the Shareholders or the Stock Exchange and there are no other matters which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Xinjiang Xinxin Mining Industry Co., Ltd.*

新疆新鑫礦業股份有限公司

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(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 11:30 a.m. on Friday, 29 August 2025 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, approve the following resolutions:

ORDINARY RESOLUTIONS

1. to consider and approve the appointment of Mr. Li Jiangping as an executive director of the seventh session of the board of directors of the Company, with a term of office from 29 August 2025 to 13 October 2026;

2. to consider and approve the re-designation of Mr. Chen Yin as a non-executive director of the seventh session of the board of directors of the Company, with a term of office from 29 August 2025 to 13 October 2026 ;

3. to consider and approve no director's remuneration payable by the Company to Mr. Li Jiangping, and that the remuneration received by Mr. Li Jiangping in the Company shall be determined in accordance with the remuneration standard and payment management method in respect of his role; and

4. to consider and approve the authorization of the entering into of director service contracts of Mr. Chen Yin and Mr. Li Jiangping by the chairman of the board of directors acting on behalf of the Company under the terms and conditions deemed appropriate by the board of directors, and taking of relevant actions to effect such contracts.

By order of the Board
Xinjiang Xinxin Mining Industry Co., Ltd.*
Wu Ning, Lam Siu Wing
Joint Company Secretaries

Xinjiang, the PRC
14 August 2025

Notes:

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

The register of members of the Company will be closed from Monday, 25 August 2025 to Friday, 29 August 2025 (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 Friday, 22 August 2025. Shareholders of the Company whose names appear on the register of members of the Company at the opening of business on Friday, 29 August 2025 are entitled to attend the EGM.

2. 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.

3. 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 two 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 Director of the Company is Mr. Chen Yin; the non-executive Directors are Mr. Qi Xinhui, Mr. Zhou Chuanyou, Mr. Wang Lijian and Mr. Hu Chengye; the independent non-executive Directors are Mr. Hu Benyuan, Mr. Huang Yong and Mr. Lee Tao Wai; and the employee representative Director is Ms. Zhang Li.

* *For identification purpose only*