
NOTICE OF SGM

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中國大冶有色金屬礦業有限公司

China Daye Non-Ferrous Metals Mining Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 00661)

REVISED NOTICE OF SPECIAL GENERAL MEETING

Reference is made to the notice of the special general meeting of China Daye Non-Ferrous Metals Mining Limited (the “**Company**”) dated 19 December 2025.

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of the Company will be held at Function Room 4 & 6, 3/F, The Mira Hong Kong, Mira Place, 118-130 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 30 January 2026 at 10:00 a.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 19 December 2025 and the announcement of the Company dated 9 January 2026.

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the Yangxin Hongsheng Sales Framework Agreement dated 6 November 2025 entered into between the Company and Yangxin Hongsheng be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the Yangxin Hongsheng Sales Framework Agreement in the amounts of RMB4,291,120,000, RMB4,591,956,000 and RMB4,900,723,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the Yangxin Hongsheng Sales Framework Agreement.”

NOTICE OF SGM

2. **“THAT:**

- (a) the Parent Group Purchase and Production Services Framework Agreement dated 6 November 2025 entered into between the Company and the Parent Company be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the Parent Group Purchase and Production Services Framework Agreement in the amounts of RMB2,383,867,000, RMB2,830,761,000 and RMB3,326,123,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the Parent Group Purchase and Production Services Framework Agreement.”

3. **“THAT:**

- (a) the CNMC Group Purchase and Production Services Framework Agreement dated 6 November 2025 entered into between the Company and CNMC be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the CNMC Group Purchase and Production Services Framework Agreement in the amounts of RMB10,766,522,000, RMB12,176,152,000 and RMB14,091,446,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the CNMC Group Purchase and Production Services Framework Agreement.”

4. **“THAT:**

- (a) the amended and restated CNMC Financial Services Framework Agreement dated 6 January 2026 entered into between the Company and CNMC be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the deposit services to be provided by the CNMC Group to the Group under the amended and restated CNMC Financial Services Framework Agreement in the amounts of RMB3,012,085,000, RMB3,012,085,000 and RMB3,012,085,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and

NOTICE OF SGM

- (c) the Proposed Annual Caps for the bills acceptance and settlement and foreign exchange settlement and sales services to be provided by the CNMC Group to the Group under the amended and restated CNMC Financial Services Framework Agreement in the amounts of RMB10,280,000,000, RMB10,280,000,000 and RMB10,280,000,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (d) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the amended and restated CNMC Financial Services Framework Agreement.”

5. **“THAT:**

- (a) the CNMC Group Sales Framework Agreement dated 6 November 2025 entered into between the Company and CNMC be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the CNMC Group Sales Framework Agreement in the amounts of RMB25,650,576,000, RMB26,013,084,000 and RMB26,375,591,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the CNMC Group Sales Framework Agreement.”

6. **“THAT:**

- (a) the CNMC Group Services Framework Agreement dated 6 November 2025 entered into between the Company and CNMC be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the CNMC Group Services Framework Agreement in the amounts of RMB96,259,000, RMB66,838,000 and RMB6,077,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the CNMC Group Services Framework Agreement.”

NOTICE OF SGM

7. “**THAT:**

- (a) the Yangxin Hongsheng Purchase and Production Services Framework Agreement dated 6 November 2025 entered into between the Company and Yangxin Hongsheng be and is hereby approved, confirmed and ratified; and
- (b) the Proposed Annual Caps for the Yangxin Hongsheng Purchase and Production Services Framework Agreement in the amounts of RMB11,807,137,000, RMB12,408,710,000 and RMB12,986,731,000 for each of the three years ending 31 December 2026, 2027 and 2028, respectively, and the transactions contemplated thereunder be and are hereby approved; and
- (c) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the Yangxin Hongsheng Purchase and Production Services Framework Agreement.”

By order of the Board of
China Daye Non-Ferrous Metals Mining Limited
Xiao Shuxin
Chairman

Hong Kong, 15 January 2026

Notes:

- 1. For more information relating to the abovementioned resolutions, please refer to announcement of the Company dated 6 November 2025 and dated 9 January 2026 and the circular of the Company dated 19 December 2025.
- 2. The resolutions at the SGM will be taken by poll pursuant to the Listing Rules and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
- 3. For determining the eligibility to attend and vote at the SGM, the register of members of the Company will be closed from Tuesday, 27 January 2026 to Friday, 30 January 2026, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the said meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration, no later than 4:30 p.m. on Monday, 26 January 2026. Therefore, the record date for determining shareholders' eligibility to attend and vote at the SGM is Friday, 30 January 2026.
- 4. Any member of the Company entitled to attend and vote at the SGM is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more ordinary shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

NOTICE OF SGM

5. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the SGM and, in such event, the form of proxy shall be deemed to be revoked.
6. For the avoidance of doubt, any proxy form dated 19 December 2025 (the "**Original Proxy Form**") duly completed and returned in accordance with the instructions printed thereon remains valid for the SGM and the relevant Shareholders are not required to return the Revised Proxy.

Where a shareholder has returned the Revised Proxy Form to the Company's branch share registrar in Hong Kong 48 hours before the time scheduled for holding the SGM, the Original Proxy Form returned shall be revoked and substituted by the Revised Proxy Form and the Revised Proxy Form (if completed correctly) shall be deemed a valid form of proxy returned by such shareholder.

As at the date of this notice, the Board comprises three executive directors, namely Mr. Xiao Shuxin, Mr. Zhang Jinzhong and Ms. Zhang Aijun; and three independent non-executive directors, namely Ms. Liu Fang, Mr. Wang Qihong and Mr. Kong Hua.