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CMOC Capital Limited

(Incorporated in the British Virgin Islands with limited liability)



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洛 陽 樂 川 鉬 業 集 團 股 份 有 限 公 司

CMOC Group Limited*

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

(Stock code: 03993)

COMPLETION OF THE ISSUE OF U.S.\$1,200,000,000 ZERO COUPON GUARANTEED CONVERTIBLE BONDS DUE 2027 UNDER THE GENERAL MANDATE

Sole Global Coordinator, Lead Left Bookrunner and Joint Lead Manager

BofA SECURITIES

Joint Bookrunner and Joint Lead Manager

 **CITIC SECURITIES**

We refer to the announcement of CMOC Group Limited* (洛陽欒川鉬業集團股份有限公司) (the “**Company**”) dated 20 January 2026 in respect of the issue of the Bonds under the General Mandate (the “**Announcement**”). Unless otherwise defined, all terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE ISSUE OF THE BONDS

The Board is pleased to announce that all the conditions precedent under the Subscription Agreement have been fulfilled and the issue of the Bonds in an aggregate principal amount of U.S.\$1,200,000,000 was completed on 26 January 2026.

The listing of and permission to deal in the Bonds on the Vienna MTF as operated by the Vienna Stock Exchange has become effective on 26 January 2026.

USE OF PROCEEDS

The net proceeds from the Bonds, after deduction of fees, commissions and expense payable, will be utilized in the following manner in the next 12 months:

- (1) approximately 40% will be used for expansion and sustaining capital for the Company’s overseas mining and processing assets; and
- (2) approximately 60% will be used to enhance flexibility of the Company’s overseas trade working capital and for general corporate purposes.

CSRC FILINGS

The Company will subsequently fulfill the corresponding filing procedures in respect of the issue of the Bonds timely in accordance with the relevant rules of the CSRC.

EFFECT ON THE SHARE CAPITAL AS A RESULT OF THE CONVERSION OF THE BONDS

The table below sets out a summary of the shareholdings in the Company (i) as at the date of this announcement and (ii) immediately after the issue and allotment of the Conversion Shares assuming the Bonds are fully converted into H Shares (subject to adjustments) at the initial Conversion Price of HK\$28.03 per H Share:

Shareholders	Share class	No. of Shares	Existing (as at the date of this announcement)	Upon full conversion of the Bonds at the initial Conversion Price of HK\$28.03 per H Share	
			Approximate % of issued ordinary share capital of the Company	Number of Shares	Approximate % of the total issued share capital
Cathay Fortune Corporation (<i>Note 1</i>)	A Shares	5,030,220,000	23.51	5,030,220,000	23.15
	H Shares	303,000,000	1.42	303,000,000	1.39
Luoyang Mining Group Co., Ltd	A Shares	5,329,780,425	24.91	5,329,780,425	24.53
	H Shares	–	–	333,739,565	1.54
Bondholders	A Shares	7,100,841,751	33.19	7,100,841,751	32.68
Other holders of A Shares	H Shares	3,630,468,000	16.97	3,630,468,000	16.71
Total		21,394,310,176	100.00	21,728,049,741	100.00

Note:

1. As at 30 September 2025, Cathay Fortune Corporation beneficially held 5,030,220,000 A Shares, and had an interest in the 303,000,000 H Shares held by its wholly-owned subsidiaries Cathay Fortune Investment Limited and Cathay Fortune International Company Limited.

By Order of the Board
CMOC Group Limited*
Liu Jianfeng
Chairman

Luoyang City, Henan Province, the People's Republic of China, 26 January 2026

As at the date of this announcement, the executive Directors are Mr. Liu Jianfeng, Mr. Peng Xuhui and Mr. Que Chaoyang (employee Director); the non-executive Directors are Mr. Lin Jiuxin, Mr. Jiang Li and Mr. Ma Fei; and the independent non-executive Directors are Mr. Wang Kaiguo, Ms. Gu Hongyu and Mr. Cheng Gordon.

* *For identification purposes only*