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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, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Yunnan Jinxun Resources Co., Ltd., you should at once hand this circular, together with the enclosed form of proxy, to the purchaser of transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



Yunnan Jinxun Resources Co., Ltd.

雲南金潯資源股份有限公司

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

(Stock Code: 3636)

(1) PROPOSED DISTRIBUTION OF 2026 INTERIM DIVIDEND
(2) PROPOSED CAPITALISATION ISSUE
(3) CHANGE IN BOARD LOT SIZE
(4) PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY
(5) PROPOSED AMENDMENTS TO THE ARTICLES
(6) REVISED ESTIMATED AMOUNT OF RELATED PARTY GUARANTEES FOR 2026
AND
(7) NOTICE OF EGM

Capitalised terms used in this cover page shall have the same meanings as defined in this circular.

The Company will convene and held the EGM at 3/F, Block B, No. 1389 Changyuan North Road, Gaoxin District, Kunming, Yunnan Province, PRC at 10 a.m. on Monday, 12 October 2026. The notice of which is set out in this circular. The proxy form for use at the EGM are enclosed herein, which were also published on the website of the Stock Exchange (www.hkexnews.hk) and the Company's website (www.jinxunec.com).

If you intend to attend the EGM by proxy, you are required to duly complete the accompanying proxy form according to the instructions printed thereon and return the same not less than 24 hours before the time fixed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish. Reference to times and dates in this circular are to Hong Kong local times and dates.

22 September 2026

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

"Articles"	the articles of association of the Company
"Board"	the board of Directors of the Company
"Business Day"	any day on which the Stock Exchange is open for the business of dealing in securities listed thereon
"Capital Reduction"	has the meaning ascribed to it under the section headed "V. PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY"
"Capitalisation H Share(s)"	new H Share(s) to be allotted and issued under the Capitalisation Issue
"Capitalisation Issue"	the proposed issue of Capitalisation Shares to Shareholders whose names appeared on the register of members of the Company on the Record Date on the basis of fifteen (15) Capitalisation Shares for every ten (10) existing Shares
"Capitalisation Non – H Share(s)"	new Non – H Share(s) to be allotted and issued under the Capitalisation Issue
"Capitalisation Share(s)"	Capitalisation Non – H Share(s) and Capitalisation H Share(s)
"Company"	Yunnan Jinxun Resources Co., Ltd. (雲南金潯資源股份有限公司), a joint stock limited company incorporated in the PRC with limited liability whose H Shares are listed on the Main Board of the Stock Exchange and whose Non-H Shares are quoted on the NEEQ
"Director(s)"	the director(s) of the Company

"EGM"	the extraordinary general meeting of the Company to be held in connection with the matters set out in this circular
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"H Share(s)"	overseas listed foreign ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are listed and traded on the Stock Exchange
"H Shareholder(s)"	the holder(s) of the H Shares
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Interim Dividend" or "2026 Interim Dividend"	an interim dividend of RMB0.3 per Share (including tax) for the six months ended 30 June 2026
"Interim Results Announcement"	the announcement of the Company dated 26 August 2026
"Interim Profit Distribution Plan" or "2026 Interim Profit Distribution Plan"	the distribution of the Interim Dividend and the Capitalisation Shares
"Latest Practicable Date"	21 September 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"NEEQ"	National Equities Exchange and Quotations
"Non-H Share(s)"	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are quoted on the NEEQ
"Non-H Shareholder(s)"	the holder(s) of the Non-H Shares
"PRC"	the People's Republic of China
"Proposed Amendments"	the proposed amendments to the Articles set out in the Appendix to this circular

"Record Date"	23 October 2026
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	the ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, comprising the Non-H Shares and the H Shares
"Shareholder(s)"	holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"Treasury Shares Cancellation"	has the meaning ascribed to it under the section headed "V. PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY"
"Updated Guaranteed Amount"	has the meaning ascribed to it under the section headed "VII. REVISED ESTIMATED AMOUNT OF RELATED PARTY GUARANTEES FOR 2026"

The expected timetable for, inter alia, the Capitalisation Issue is set forth below. Such expected timetable is indicative only and has been prepared on the assumption that all conditions of the Capitalisation Issue will be fulfilled. The expected timetable is subject to change, and any such change will be announced in a separate announcement by the Company as and when appropriate.

	DATE
Latest time for lodging transfer documents of H Shares for entitlement to attend and vote at the EGM	no later than 4:30 p.m. on 6 October 2026
Closure of the H Share register of members for determining H Shareholders' entitlement to attend and vote at the EGM	7 October 2026 to 12 October 2026 (Both days inclusive)
Latest time for lodging proxy forms for the EGM	10 a.m. on 11 October 2026
EGM	10 a.m. on 12 October 2026
Publication of poll results announcement of the EGM	12 October 2026
H Share register of members re-opens	13 October 2026
First day of free exchange of existing share certificates in board lot of 200 H Shares each for new share certificates in board lot of 500 H Shares each	13 October 2026
Last day of dealings in H Shares on a cum-entitlement basis relating to the Capitalisation Issue and Interim Dividend	14 October 2026
First day of dealings in H Shares on an ex-entitlement basis relating to the Capitalisation Issue and Interim Dividend	15 October 2026
Latest time for lodging transfer documents of H Shares for entitlement to participate in the Capitalisation Issue and receive the Interim Dividend	no later than 4:30 p.m. 16 October 2026

Closure of the H Share register of members for determining H Shareholders' entitlement to participate in the Capitalisation Issue and receive the Interim Dividend	20 October 2026 to 23 October 2026 (Both days inclusive)
Record Date	23 October 2026
H Share register of members re-opens	26 October 2026
Expected date of despatch of certificates for the Capitalisation H Shares	27 October 2026
Last day for trading of the shares with old board lot of 200 H Shares in the original counter	27 October 2026
First day of listing of, and dealing in, the Capitalisation H Shares	28 October 2026
Effective date of the change in board lot size from 200 H Shares each to 500 H Shares each	9:00 a.m. on 28 October 2026
Original counter for trading in the H Shares in board lot of 200 H Shares each becomes counter for trading in the Shares in board lot of 500 H Shares each	9:00 a.m. on 28 October 2026
Temporary counter for trading in the H Shares in board lot of 200 H Shares each opens	9:00 a.m. on 28 October 2026
First day of parallel trading in H Shares (in board lot of 200 H Shares each and board lot of 500 H Shares each)	9:00 a.m. on 28 October 2026
Temporary counter for trading in the H Shares in board lot of 200 H Shares each closes	4:10 p.m. on 17 November 2026
Last day of parallel trading in the H Shares (in board lot of 500 H Shares each and board lot of 200 H Shares each)	4:10 p.m. on 17 November 2026

Last day for free exchange of existing share certificates in board lot of 200 H Shares each for new share certificates in board lot of 500 H Shares each	19 November 2026
Odd lots arrangement (Note 1)	28 October 2026 to 17 November 2026 (Both days inclusive)
Distribution of the Interim Dividend	30 November 2026

Note:

1. H Shareholders who wish to use the odd lots matching service have to make an appointment in advance by contacting Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or at telephone number (852) 2862 8555 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) over such period. For further details, please refer to the paragraph headed "Fractional entitlements and odd lots arrangement" in the Letter from the Board.

2. If there is a tropical cyclone warning signal number 8 or above, extreme conditions after super typhoons or a black rainstorm warning in Hong Kong:

   (a) in force at any local time before 12:00 noon but no longer in force after 12:00 noon, the latest time for lodging transfer documents will remain at 4:30 p.m. on the same business day;

   (b) in force at any local time between 12:00 noon and 4:30 p.m., the latest time for lodging transfer documents will be rescheduled to 4:30 p.m. on the following business day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:30 p.m.

3. There is a time interval between the first day of dealings in H Shares on an ex-entitlement basis relating to the Capitalization Shares and the expected date to despatch of the certificates for the H Shares issued under the Capitalization Issue due to the fact that it takes time to determine the list of the H Shareholders (including overseas H Shareholders, if any) who are entitled to the Capitalization Shares and to handle related administrative matters.

4. All times and dates in this circular are Hong Kong times and dates.

Yunnan Jinxun Resources Co., Ltd.
雲南金潯資源股份有限公司

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

(Stock Code: 3636)

Executive Directors:
Mr. Yuan Rong
Ms. Yuan Mei
Mr. Yang Yongchang

Independent Non-executive Directors:
Ms. Zheng Dongyu
Mr. Xia Hongying
Mr. Wong Hok Bun Mario

Registered Office:
3/F, Block B
No. 1389 Changyuan North Road
Gaoxin District
Kunming
Yunnan Province
PRC

Headquarters and Principal Place of Business in the PRC:
3/F, Block B
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Gaoxin District
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PRC

Principal Place of Business in Hong Kong:
40th Floor,
Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

22 September 2026

To the Shareholders:

Dear Sir/Madam,

(1) PROPOSED DISTRIBUTION OF 2026 INTERIM DIVIDEND
(2) PROPOSED CAPITALISATION ISSUE
(3) CHANGE IN BOARD LOT SIZE
(4) PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY
(5) PROPOSED AMENDMENTS TO THE ARTICLES
(6) REVISED ESTIMATED AMOUNT OF RELATED PARTY GUARANTEES FOR 2026

I. INTRODUCTION

The purpose of this circular is to provide you with the information reasonably necessary for the certain resolutions to be considered at the EGM, so as to enable you to make an informed decision as to voting.

II. PROPOSED DISTRIBUTION OF 2026 INTERIM DIVIDEND

As part of the Interim Profit Distribution Plan and as disclosed in the Interim Results Announcement, the Board proposed the 2026 Interim Dividend.

Subject to obtaining approval of the Shareholders at the EGM, an interim dividend of RMB0.3 per Share (including tax) for the six months ended 30 June 2026 will be distributed to the Shareholders.

The Interim Dividend will be denominated and declared in RMB.

The Interim Dividend payable to the holders of Non-H Shares will be paid in Renminbi.

The Interim Dividend payable to the holders of H Shares will be paid in Hong Kong dollars, being HK$0.346472 per Share (including tax), calculated with reference to the exchange rate of RMB against Hong Kong dollars published by The People's Bank of China on 25 August 2026 at H HKD:RMB = 1:1.154908.

Subject to obtaining approval of the Shareholders at the EGM, the Interim Dividend will be paid to the H Shareholders on or about Monday, 30 November 2026.

Subject to obtaining approval of the Shareholders at the EGM, the Interim Dividend will be paid to the Shareholders whose names appear on the register of members of the Company as at the close of business on Friday, 23 October 2026.

For the purpose of determining the entitlement of holders of H Shares to the Interim Dividend, the H Share register of members of the Company will be closed from Tuesday, 20 October 2026 to Friday, 23 October 2026, both days inclusive, during which period no transfer of H Shares will be registered. The record date for determining the entitlement of holders of H Shares to the Interim Dividend is Friday, 23 October 2026 (the "**Record Date**"). In order for holders of H Shares to qualify for the proposed Interim Dividend, all properly completed share transfer forms together with the relevant share certificates 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, Wan Chai, Hong Kong, for registration no later than 4: 30 p.m. on Friday, 16 October 2026.

Withholding and payment of corporate income tax for non-resident enterprise shareholders

According to the Corporate Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法》) and the relevant implementing rules which came into effect on 1 January 2008, the Company is required to withhold and pay corporate income tax at the rate of 10% before distributing dividends to non-resident enterprise Shareholders whose names appear on the register of H Shareholders of the Company. Any H Shares registered in the name of non-individual H Shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise Shareholders and therefore the dividends will be subject to the withholding and payment of corporate income tax. Should any H Shareholder wish to change its Shareholder status, please consult your agent or trust institution over the relevant procedure. The Company will withhold and pay the corporate income tax strictly in accordance with the relevant laws or requirements of the relevant governmental departments and strictly based on what has been registered on the Company's register of H Shareholders on the Record Date.

Withholding and payment of individual income tax for individual foreign shareholders

In accordance with the requirements of the Announcement on Matters Relating to Individual Income Tax Policies for Dividends and Bonuses of Foreign Individual Shareholders (Announcement No. 27 of 2026 of the Ministry of Finance and the State Administration of Taxation) (《關於外籍個人股息紅利個人所得税政策有關事項的公告》(財政部税務總局公告2026年第27號)) promulgated by the Ministry of Finance and the State Administration of Taxation on September 1, 2026, the Company will, after withholding 20% of the interim dividend as PRC individual income tax, distribute the Interim Dividend to overseas individual shareholders whose names appear on the register of members of H Shares of the Company on the Record Date, unless otherwise determined by competent tax regulators.

Holders of H Shares are advised to consult their own tax advisers about the tax effect in China, Hong Kong and/or other countries (regions) in respect of owning and disposing of H Shares if they are in any doubt as to the above arrangements.

The Company will determine the country of domicile of an Individual H Shareholder based on the registered address as recorded in the register of members of the Company and will accordingly withhold and pay the individual income tax. The Company shall not entertain any claims or be held liable for any disputes arising from the late determination or inaccuracy of the status of the Shareholders in relation to the withholding and payment of tax.

III. PROPOSED CAPITALISATION ISSUE

(i) Introduction

As part of the Interim Profit Distribution Plan, subject to the conditions set out in the paragraph "**(ii) Conditions**" below, Capitalisation Shares will be issued to the Shareholders whose names appear on the register of members of the Company on the Record Date, on the basis of fifteen (15) Capitalisation Shares for every ten (10) Shares held on the Record Date.

The Capitalisation Shares will be issued by way of capitalization of capital reserves.

Based on the total number of 152,577,043 Shares, comprising 42,280,400 H Shares (including 262,400 treasury shares) and 110,296,643 Non-H Shares in issue of the Company as at the Latest Practicable Date, assuming no further Shares will be issued before the Record Date, the aggregate number of Capitalisation Shares proposed to be distributed is 228,471,964 Shares, comprising 63,027,000 Capitalisation H Shares and 165,444,964 Capitalisation Non-H Shares which will be issued under the Capitalisation Issue.

As at the Latest Practicable Date, the Company had 262,400 treasury shares. Under the applicable laws of the PRC, the treasury shares are not entitled to the Interim Dividend and the Capitalisation Shares. Subject to the Shareholders approval, it is proposed that the aforementioned treasury shares be cancelled. Please refer to the section headed "V. PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY" in this letter.

Upon completion of the Capitalisation Issue, the total number of Shares in issue of the Company will increase to 380,786,607 Shares (excluding treasury shares), comprising 105,045,000 H Shares and 275,741,607 Non – H Shares.

If the total number of issued Shares of the Company changes prior to or on the Record Date, the Company will maintain the distribution amount per Share and the distribution proportion unchanged.

(ii) Conditions

The Capitalisation Issue is conditional on the satisfaction of the following conditions:

(a) approval of the proposed Capitalisation Issue by way of special resolution(s) at the EGM; and

(b) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the new H Shares to be allotted and issued under the Capitalisation Issue.

As at the Latest Practicable Date, no condition has been fulfilled and the Company is not aware of any arrangement under which a Shareholder has waived or agreed to waive any dividends or entitlement.

(iii) Status of the Capitalisation Shares

The Capitalisation Shares will rank *pari passu* in all respects with the Shares in issue on the date of the Capitalisation Issue. Holders of Capitalisation Shares will be entitled to receive all future dividends and distributions (if any) which are declared, made or paid after the date on which the Capitalisation Shares are allotted and issued. The Capitalisation Issue will not result in any change to the rights of the Shares.

(iv) Application for Listing

Application will be made by the Company to the Listing Committee of the Stock Exchange for the approval for the listing of, and permission to deal in, the Capitalisation H Shares. Subject to the satisfaction of the conditions as set out in this circular (including but not limited to the granting of the aforesaid listing approval by the Listing Committee of the Stock Exchange), the Capitalisation H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from their commencement date of dealings on the Stock Exchange or such other dates as determined by HKSCC. All necessary arrangements will be made by the Company for the Capitalisation H Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Subject to the Capitalisation Issue becoming unconditional, the certificates for the Capitalisation H Shares will be despatched by ordinary post to the H Shareholders who are entitled thereto at their own risk. In case of joint shareholding, the certificates for the Capitalisation H Shares will be posted to the first named person on the H Shareholder's register in respect of such joint shareholding.

The Capitalisation H Shares are expected to commence dealings on the Stock Exchange on Wednesday, 28 October 2026.

All Capitalisation Shares are non-renounceable. Trading of the Capitalisation H Shares is subject to Hong Kong stamp duty.

(v) Fractional entitlements and odd lots arrangement

In respect of the H Shareholders, the new H Shares arising from the Capitalisation Issue will be issued on a pro rata basis, and any fractional Shares (if any) will be rounded down to the nearest whole share. No fractional Capitalisation Shares shall be allotted to the H Shareholders and fractional entitlements (if any) will be aggregated and sold on the market, with the net proceeds retained for the benefit of the Company.

In order to facilitate the trading of odd lots (if any) of the new H Shares arising from the Capitalisation Issue, the Company has appointed Computershare Hong Kong Investor Services Limited as an agent to provide matching service, on a best-efforts basis, to those H Shareholders who wish to either top up their odd lots of H Shares to a full board lot, or to dispose of their odd lots of H Shares during the period from 9:00 a.m. on Wednesday, 28 October 2026 to 4:00 p.m. on Tuesday, 17 November 2026. H Shareholders who wish to use this service have to make an appointment in advance by contacting Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or at telephone number (852) 2862 8555 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) over such period. The H Shareholders should note that successful matching of the sale and purchase of odd lots of H Shares is not guaranteed. The H Shareholders who are in doubt about this service are recommended to consult their professional advisors.

With respect to fractional Non-H Shares, such fractional Non – H Shares will be arranged in descending order based on the decimal point, and one share will be offered to each Non – H Shareholder in accordance with such order until the actual number of Non – H Shares offered is equal to the total number of Non – H Shares under the Capitalization Issue. In case the number of the Non-H Shareholders with the same decimal number exceeds the remaining shares, the shares will be allotted by computer balloting, in accordance with the regulations of the settlement system in which the Non – H Shares are subject to.

(vi) Overseas H Shareholders

As of the Latest Practicable Date, according to the latest register of members available to the Company, no H Share was held by overseas H shareholders with address outside Hong Kong.

Upon the proposed Capitalisation Issue becoming unconditional, the Company will consider if there are any overseas H Shareholders located in other jurisdictions, and if there are such overseas H Shareholders, then the Company will make enquiry regarding the legal restrictions (if any) under the laws of the relevant places and the requirements of the relevant regulatory bodies for the relevant overseas H Shareholders to be eligible to take part in the Capitalisation Issue pursuant to the Listing Rules. Upon such enquiry, if the Board is of the view that the exclusion of such overseas H Shareholders is necessary or expedient on account either of the legal restrictions under the laws of the relevant place or the requirements of the relevant regulatory body or stock exchange in that place, the Capitalisation Shares and Capitalisation Shares will not be issued to those overseas H Shareholders. If any such overseas H Shareholder is excluded, arrangements will be made for the Capitalisation Shares and Capitalisation Shares which would otherwise have been issued to the overseas H Shareholders to be sold in the market as soon as practicable after dealings commence, if a premium, net of expenses, can be obtained. Any net proceeds from sales of the Capitalisation Shares for each overseas H Shareholder, after deduction of expenses, of HK$100 or more will be distributed in HK dollars to the relevant overseas H Shareholders, by post at his/her/its own risk, unless the amount falling to be distributed to any such person is less than HK$100, in which case it will be retained for the benefit of the Company.

Accordingly, overseas Shareholders receiving this circular about the Capitalisation Issue may not be treated the same as an invitation to participate in the Capitalisation Issue unless invitation could lawfully be made to him/her/it without requiring the Company or such overseas Shareholders to comply with any registration or other legal requirements in the relevant jurisdiction(s).

Furthermore, any Shareholder with a registered address outside Hong Kong or otherwise residing outside Hong Kong should consult their professional advisers as to whether they are permitted to receive the Capitalisation Shares under the Capitalisation Issue and the taxation consequences of their decision. It is the responsibility of the Shareholders who wish to receive the Capitalisation Shares and Capitalisation Shares under the Capitalisation Issue to comply with the laws of the relevant jurisdiction(s).

(vii) Effect to the Shareholding upon Completion of the Capitalisation Issue

For illustration purpose only, set out below is the shareholding structure of the Company as at the Latest Practicable Date and immediately upon completion of the Capitalisation Issue (assuming that no other Shares are allotted or issued and no existing Shares are repurchased and cancelled prior to the record date):

Shareholder	**As at the Latest Practicable Date**		**Immediately after the completion of the Capitalisation Issue, the Capitalisation Issue and the Treasury Shares Cancellation**	
	Number of Shares	*% of the total issued Shares*	*Number of Shares*	*% of the total issued Shares*
Non-H Shares	110,296,643	72.41%	275,741,607	72.41%
H Shares *(Note 3)*	42,018,000	27.59%	105,045,000	27.59%
TOTAL ISSUED SHARES *(Note 1)*	**152,314,643**	**100%**	**380,786,607**	**100%**

Notes:

(1) Based on the total number of issued Shares of 152,314,643 Shares (excluding 262,400 treasury shares) as at the Latest Practicable Date, an aggregate of 228,471,964 new Shares will be issued under the Capitalisation Issue.

(2) There are no outstanding options, convertible bonds, warrants or other similar securities of the Company which are convertible into Shares, as of the Latest Practicable Date (and assuming that there are no outstanding options, convertible bonds, warrants or other similar securities of the Company which are convertible into Shares, as of the record date of distribution).

(3) As at the Latest Practicable Date, in addition to the 42,018,000 H shares, the Company also had 262,400 treasury shares. Subject to the approval of the Shareholders at the EGM, the treasury shares will be cancelled. Please also see the section "V. PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY" below.

(4) Certain figures and percentage figures included in the above table have been subject to rounding adjustments.

(viii) Reasons for the Capitalisation Issue

As of 30 June 2026, the balance of capital reserve was approximately RMB1,095,792,840.70. The Company had sufficient capital reserve for the Capitalisation Issue.

The issue of Capitalisation Shares will enable all Shareholders to share the Company's business achievements, optimize the share capital structure and enhance stock liquidity.

The Board is of the view that the Capitalisation Issue is in the interests of the Company and the Shareholders as a whole.

(ix) Risk warning for trading in H Shares

H Shareholders should note that H Shares are expected to be traded on ex-entitlement basis commencing from Thursday, 15 October 2026.

The Capitalisation Issue will not be carried out until satisfaction of the conditions to the Capitalisation Issue as set out in this circular.

Any person who deals in H Shares on ex-entitlement basis prior to the satisfaction of the conditions and obtaining of the approval will be subject to the risk that the relevant proposal may not become unconditional or fail to proceed. Shareholders or potential investors shall seek professional advice from their own professional consultants should they have any doubt on their situations.

(x) Taxation on the Capitalisation Issue

According to the relevant provisions of the State Administration of Taxation of the People's Republic of China, the capital reserve capitalization of the Company shall be proceeded by the capital reserve from equity/share premium, which will not be treated as income in the nature of dividends or bonuses for the investors. Therefore, no Chinese taxes will be levied on Capitalisation Issue, and the Company will not withhold personal income tax or corporate income tax on behalf of the investors.

If Shareholders are in any doubt about the tax arrangements, they may consult their tax advisers for advice on the tax implications in Mainland China, Hong Kong and other countries (regions) of owning and disposing of the relevant Shares.

IV. CHANGE IN BOARD LOT SIZE

Subject to the Shareholders approving the Capitalisation Issue, to comply with the standardisation of board lot units stipulated in the consultation conclusion on Board Lot Framework Enhancements in the Hong Kong Securities Market published by the Stock Exchange in June 2026, after the Capitalisation Issue, the board lot size for trading in the H Shares will be changed from 200 H Shares to 500 H Shares.

The change in board lot size will not result in any change in the relative rights of the Shareholders.

All existing share certificates in board lot of 200 H Shares each will continue to be evidence of legal title to such Shares and be valid for transfer, delivery and settlement purposes.

Exchange of New Share Certificates

H Shareholders may submit their existing share certificates in board lot of 200 Shares each to the Company's Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong ("**Share Registrar**") in exchange for new share certificates in board lot of 500 Shares each free of charge during business hours (i.e. 9:00 a.m. to 4:30 p.m.) from Tuesday, 13 October 2026 to Thursday, 19 November 2026 (both days inclusive).

After the expiry of such period, existing share certificates will be accepted for exchange only on payment of a fee of HK$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each new share certificate in board lot of 500 Shares each issued or each existing share certificate submitted, whichever number of share certificate involved is higher.

It is expected that the new share certificates will be available for collection from the Share Registrar by the holders of Shares within ten business days after delivery of the existing share certificates to the Share Registrar for exchange purpose.

Save and except for the change in the number of H Shares for each board lot, the new share certificates will have the same format and color as the existing share certificates.

V. PROPOSED CANCELLATION OF REPURCHASED SHARES AND PROPOSED REDUCTION OF THE REGISTERED CAPITAL OF THE COMPANY

As at the Latest Practicable Date, the Company held 262,400 treasury shares.

Having considered the circumstances of the Company and with a view to safeguard investors' interests, subject to the Shareholders approving the Capitalisation Issue, the Company proposes to cancel the 262,400 treasury Shares ("**Treasury Shares Cancellation**") and, correspondingly, to reduce its registered capital. ("**Capital Reduction**")

The Treasury Shares Cancellation and the Capital Reduction is subject to the approval of the Shareholders at the EGM and the registration with the relevant authorities.

VI. PROPOSED AMENDMENTS TO THE ARTICLES

The Board proposed to seek the approval of the Shareholders to amend its Articles to reflect the changes in the registered capital and the total number of issued Shares after the listing of its H Shares on 9 January 2026, the proposed Capitalisation Issue, the proposed Treasury Shares Cancellation and the Capital Reduction.

The Proposed Amendments are set out in the Appendix of this circular. Save for the Proposed Amendments, other provisions of the Articles remain unchanged. The English translation of the new Articles has been prepared for reference only. In case there is any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.

VII. REVISED ESTIMATED AMOUNT OF RELATED PARTY GUARANTEES FOR 2026

Reference is made to "APPENDIX II: DETAILS OF THE RELATED PARTY TRANSACTIONS CONDUCTED IN THE ORDINARY COURSE OF BUSINESS FOR 2026" of the circular of the Company dated 10 February 2026 and the poll results announcement of the Company dated 2 March 2026.

On 2 March 2026, the Shareholders approved the related party transactions conducted in the ordinary course of business for 2026, including the estimated amount of "Related party guarantees" as set out in the section headed "(1) Estimated Amount" in the amount of in the amount of RMB720 million for 2026.

Having considered the business needs of the Group, the Company proposes to increase the guaranteed amount by RMB500 million to RMB1,220 million for 2026. (the "**Updated Guaranteed Amount**"). Except for the Updated Guaranteed Amount and the corresponding increase to the total estimated amount of guarantee, the information relating to the related party transactions contemplated in the ordinary course of business in 2026 set out in Appendix II of the circular of the Company dated 10 February 2026 remains unchanged.

The actual guaranteed party, guaranteed amounts and terms of the guarantees will be subject to signing of definitive agreements. The Company will comply with relevant requirements under the Listing Rules as and when required.

The Updated Guaranteed Amount is subject to the approval by the Shareholders at the EGM. If approved by the Shareholders, the approval shall be valid from the date of the EGM until the next annual general meeting of the Company.

VIII. THE EGM

The notice convening the EGM at 3/F, Block B, No. 1389 Changyuan North Road, Gaoxin District, Kunming, Yunnan Province, PRC at 10 a.m. on Monday, 12 October 2026 is set out in this circular.

For the purpose of determining the H Shareholders entitled to attend and vote at the EGM, the register of members of H Shares will be closed from Wednesday, 7 October 2026 to Monday, 12 October 2026 (both days inclusive). H Shareholders and Non-H Shareholders whose names appear on the register of members of the Company on Monday, 12 October 2026 are entitled to attend and vote at the EGM. In order to qualify for the entitlement to attend and vote at the EGM, H Shareholders must lodge all transfer forms accompanied by the relevant H share certificates 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, Wan Chai, Hong Kong by no later than 4: 30 p.m. on Tuesday, 6 October 2026.

The proxy form for use at the EGM is enclosed in this circular and published on the website of the Stock Exchange (www.hkexnews.hk).

If you intend to attend the EGM by proxy, you are required to return the duly completed accompanying proxy form according to the instructions printed thereon. Shareholders who intend to attend the EGM by proxy are required to duly complete the proxy form and return the same to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares) or the Company's office at 3/F, Block B, No. 1389 Changyuan North Road, Gaoxin District, Kunming, Yunnan Province, PRC (for holders of Non-H Shares) as soon as practicable but in any event not less than 24 hours before the time appointed for holding the EGM, or any adjourned meeting thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM, and will not preclude you from viewing and listening to the EGM online if you so wish.

I. RECOMMENDATIONS

The Directors are of the opinion that, all the resolutions as set out in the notice of the EGM for Shareholders' consideration and approval are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favor of the resolutions to be proposed at the EGM.

By order of the Board
Yunnan Jinxun Resources Co., Ltd.
Mr. Yuan Rong
Chairman of the Board, Executive Director and Chief Executive Officer

Details of the proposed amendment are set out as follows:

Article No.	Original Article	Amended Article
Article 4	The Company has been filed with the China Securities Regulatory Commission (hereinafter the "CSRC") on November 26, 2025, and with approval of The Stock Exchange of Hong Kong Limited (hereinafter the "Hong Kong Stock Exchange") on [•], it has issued [•] ordinary shares at the nominal value of RMB1 per share in its initial offering of overseas listed foreign shares (H Shares) and listed on the Main Board of The Stock Exchange of Hong Kong Limited on [•] (hereinafter the "IPO of H Shares").	The Company has been filed with the China Securities Regulatory Commission (hereinafter the "CSRC") on November 26, 2025, and with approval of The Stock Exchange of Hong Kong Limited (hereinafter the "Hong Kong Stock Exchange") on ~~[•]~~ 8 January 2026, it has issued ~~[•]~~ 42,280,400 ordinary shares at the nominal value of RMB1 per share in its initial offering of overseas listed foreign shares (H Shares, (H Shares, including 5,514,800 H-Shares issued upon full exercise of the over-allotment option) and listed on the Main Board of The Stock Exchange of Hong Kong Limited on ~~[•]~~ 9 January 2026 (hereinafter the "IPO of H Shares").
Article 6	The Company's registered capital is RMB[•].	The Company's registered capital is RMB~~[•]~~ 380,786,607.
Article 19	The Company has a total of [•] shares, all of the shares are ordinary shares denominated in Renminbi.	The Company has a total of ~~[•]~~ 380,786,607 shares, all of the shares are ordinary shares denominated in Renminbi.

<table>
<tr>
<td>Article 20</td>
<td>At the inception of the Company, all shares were subscribed by the promoters. The promoters of the Company used the net assets of Yunnan Jinxun Trading Co., Ltd. owned by them as capital contribution to the Company. Before and after the conversion of Yunnan Jinxun Trading Co., Ltd. to establish the Company, the shareholding percentages held by all shareholders remained unchanged. At the time of inception, the shares subscribed by the promoters of the Company were set out as follows:
<table>
<tr><th>No.</th><th>Name of promoter</th><th>Method of capital contribution</th><th>Number of shares subscribed (0'000 shares)</th><th>Shareholding percentage (%)</th><th>Date of capital contribution</th></tr>
<tr><td>1</td><td>Yuan Rong</td><td>By conversion of net assets into shares</td><td>2,660</td><td>95</td><td>April 30, 2016</td></tr>
<tr><td>2</td><td>Ji'an Heli Investment Management Center (Limited Partnership)</td><td>By conversion of net assets into shares</td><td>140</td><td>5</td><td>April 30, 2016</td></tr>
<tr><td colspan="3">Total</td><td>2,800</td><td>100</td><td>-</td></tr>
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Yunnan Jinxun Resources Co., Ltd.
雲南金潯資源股份有限公司

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

(Stock Code: 3636)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of Yunnan Jinxun Resources Co., Ltd. will be held at 3/F, Block B, No. 1389 Changyuan North Road, Gaoxin District, Kunming, Yunnan Province, PRC at 10 a.m. on Monday, 12 October 2026 for the purposes of considering and, if thought fit, approving the following resolutions.

Capitalised used herein have the same meanings as defined in the circular (the "**Circular**") of the Company dated 22 September 2026.

ORDINARY RESOLUTION

1. To consider and approve the Updated Guaranteed Amount.

SPECIAL RESOLUTIONS

1. To consider and approve the Interim Profit Distribution Plan, comprising the Capitalisation Issue and the Interim Dividend.

2. To consider and approve the Treasury Shares Cancellation and the Capital Reduction.

3. To consider and approve the Proposed Amendments.

By order of the Board
Yunnan Jinxun Resources Co., Ltd.
Mr. Yuan Rong
Chairman of the Board, Executive Director and Chief Executive Officer

22 September 2026

Notes:

1. All resolutions at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Company at www.jinxunec.com and the Stock Exchange at www.hkexnews.hk after the EGM.

2. Any shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.

3. In order to be valid, the instrument appointing a proxy 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 authority, must be completed and returned to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H shares), at least 24 hours before the EGM or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.

4. For the purpose of determining the list of holders of H shares who are entitled to attend the EGM, the H share register of members of the Company will be closed from Wednesday, 7 October 2026 to Monday, 12 October 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of the shares shall ensure all transfer documents accompanied by the relevant share certificates 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, Wan Chai, Hong Kong no later than 4: 30 p.m. on Tuesday, 6 October 2026 for registration.

5. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.

6. A shareholder or his/her proxy should produce proof of identity when attending the EGM.

7. The EGM is expected to last for no more than half a business day. Shareholders and proxies attending the meeting shall be responsible for their own travel and accommodation expenses.

8. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.

As at the date of this notice, the Board comprises (i) Mr. Yuan Rong, Ms. Yuan Mei and Mr. Yang Yongchang as executive Directors; and (ii) Ms. Zheng Dongyu, Mr. Xia Hongying and Mr. Wong Hok Bun Mario as independent non-executive Directors.