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China Nonferrous Mining Corporation Limited
中國有色礦業有限公司

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 01258)

**SUPPLEMENTARY NOTICE OF
THE ANNUAL GENERAL MEETING**

Reference is made to the Notice of the Annual General Meeting (the “**Notice**”) of China Nonferrous Mining Corporation Limited (the “**Company**”) dated 29 April 2021. As set out in the Notice, the board of directors (the “**Board**”) of the Company resolved to propose at the Annual General Meeting (the “**AGM**”), to be held on Wednesday, 30 June 2021, the resolutions contained in the Notice for its shareholders’ consideration and approval.

In light of the appointment of Mr. Yaoyu TAN (“**Mr. Tan**”) as a non-executive director of the Company with effect from 27 May 2021 (details of which are set out in the announcement of the Company dated 27 May 2021) (the “**Announcement**”), pursuant to article 107 of the Articles of Association of the Company and paragraph 4(2) of Appendix 3 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Mr. Tan will retire from office at the AGM and, being eligible for re-election, will offer himself for re-election.

Due to the resignation of Mr. Xiaowei WANG, ordinary resolution No. 3.(a) (i) in respect of the re-election of Mr. Xiaowei WANG as an executive director as set out in the Notice and proxy form for the AGM (the “**First Proxy Form**”) is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM.

Unless otherwise stated, capitalized terms used in this supplementary notice shall have the same respective meanings as those defined in the Notice.

SUPPLEMENTARY NOTICE IS HEREBY GIVEN in addition to the resolutions contained in the Notice.

A. The following ordinary resolution proposed by the Board be withdrawn:

3. (a) (i) to re-elect Mr. Xiaowei WANG as an executive Director

B. The following supplementary ordinary resolution proposed by the Board was submitted to the Company:

AS ORDINARY RESOLUTION

8. To re-elect Mr. Yaoyu TAN as a non-executive director.

The biography of Mr. Tan is set out in the Appendix to this supplementary notice.

The Board considers that the proposal mentioned above is in the interests of the Company and its shareholders as a whole. Accordingly, the Board recommends that all shareholders vote in favor of the proposal at the AGM.

By order of the Board of Directors
China Nonferrous Mining Corporation Limited
Jinjun ZHANG
Chairman

8 June 2021

As at the date of this announcement, the Board of Directors of the Company comprises Jinjun ZHANG and Mr. Chunlai WANG as executive Directors; Mr. Yaoyu TAN as non-executive Director; and Mr. Chuanyao SUN, Mr. Jingwei LIU and Mr. Huanfei GUAN as independent non-executive Directors.

Notes:

1. Please refer to the Company's circular dated 29 April 2021 (the "**Circular**") and the Notice for detailed information in respect of other resolutions which will be remain scheduled for consideration and to be put forward at the AGM, eligibility for attending the AGM, appointment of proxy and other relevant matters.
2. Since the proxy form enclosed with the Circular and the Notice (the "**First Proxy Form**") does contain the withdrawn resolution and does not contain the additional resolution as set out in this supplementary notice, a new proxy form (the "**Second Proxy Form**") has been prepared and is enclosed with this supplementary notice. The Second Proxy Form is also published on the respective websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (<http://www.cnmc1.net>).

3. Shareholders who intend to appoint a proxy to attend the AGM but are yet to lodge the First Proxy Form with the Company's share registrar, Computershare Hong Kong Investor Services Limited, should complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the AGM or any adjournment thereof (as the case may be). In this case, the First Proxy Form should no longer be lodged with the Company's share registrar.
4. Shareholders who have already lodged the First Proxy Form with the Company's share registrar should note that:
 - (i) If no Second Proxy Form is lodged with the Company's share registrar, the First Proxy Form, if duly completed, will be treated as a valid proxy form lodged by the shareholder. In addition to the resolutions as set out in the Notice and the First Proxy Form, the proxy duly appointed by the shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly submitted to the AGM, including the additional resolution as set out in this supplementary notice;
 - (ii) If the Second Proxy Form is lodged with the Company's share registrar of not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the AGM, the Second Proxy Form, whether duly completed or not, will revoke and supersede the First Proxy Form previously lodged by the shareholder. The Second Proxy Form, if duly completed, will be treated as a valid proxy form; and
 - (iii) If the Second Proxy Form is lodged with the Company's share registrar of less than 48 hours (excluding any part of a day that is a public holiday) appointed for holding the AGM, the Second Proxy Form will be treated as an invalid proxy form and the First Proxy Form previously lodged by the shareholder will not be revoked. The First Proxy Form, if duly completed, will be treated as a valid proxy form. In addition to the resolutions as set out in the Notice and the First Proxy Form, the proxy duly appointed by the shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly submitted to the AGM, including the additional resolution as set out in this supplementary notice.
5. Shareholders are reminded that completion and return of the First Proxy Form and/or the Second Proxy Form will not preclude them from attending and voting in person at the AGM or any adjourned meeting thereof should they so wish.
6. In compliance with Rule 13.39(4) of the Listing Rules, voting on all proposed resolutions set out in the Notice and this supplementary notice will be decided by way of a poll.
7. Shareholders who have any queries concerning the meeting arrangements, please call the Company at +852 2797 2777 or +86 10 8442 6373 during business hours from 9:00 a.m. to 5:00 p.m. on Mondays to Fridays, excluding public holidays.
8. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
9. As at the date of this notice, the Board of Directors of the Company comprises Mr. Jinjun ZHANG and Mr. Chunlai WANG as executive Directors; Mr. Yaoyu TAN as non-executive Director; Mr. Chuanyao SUN, Mr. Jingwei LIU and Mr. Huanfei GUAN as independent non-executive Directors.

Appendix

The biographical details of Mr. Yaoyu TAN is set out as below:

Mr. Yaoyu TAN, aged 47, is a non-executive Director of the Company and was appointed to the Board on 27 May 2021. He joined China Nonferrous Metal Mining (Group) Co., Ltd.* (中國有色礦業集團有限公司) (“CNMC”, the ultimate controlling shareholder of the Company) in May 2019 and served as the deputy director of the Finance Department (Funds Management Center). Mr. Tan has concurrently served as the chairman of Nonferrous Metal Mining Group Finance Co., Ltd.* (有色礦業集團財務有限公司), a subsidiary of CNMC, since September 2019. Mr. Tan has served as the director of the Finance Department of CNMC since June 2020. Prior to joining CNMC, Mr. Tan joined Daye Nonferrous Metals Co., Ltd., a non-wholly-owned subsidiary of China Daye Non-Ferrous (see definition below), in December 2008 and had served as the director of Finance Department until October 2009, and later served as the chief accountant of Daye Nonferrous Metals Group Holding Co., Ltd., the controlling shareholder of China Daye Non-Ferrous Metals Mining Limited (中國大冶有色金屬礦業有限公司) (“China Daye Non-Ferrous”, Hong Kong listed company code: 00661). Mr. Tan had served as the executive director of China Daye Non-Ferrous since 2012, and served as the chairman of China Daye Non-Ferrous from September 2017 and resigned as the executive director and chairman of China Daye Non-Ferrous in May 2019. Mr. Tan has over 20 years of experience in the mining industry and rich practical experience in operation of listed companies. Mr. Tan graduated from the Party School of Hubei Province in 2007 majoring in economics and management and was accredited as a senior accountant by the Professional Title Reform Office of Hubei Province in December 2010.

The initial term of office of Mr. Tan as non-executive Director was 3 years commenced on 27 May 2021, which will be continuously in force upon expiration, unless terminated by not less than one month’s prior written notice by either party to the other and will be subject to retirement by rotation or re-election in accordance with the articles of association of the Company. Pursuant to his service contract, Mr. Tan will not receive any director’s fee but is allowed to reimburse (with invoices) all reasonable travelling, transportation and entertainment fees incurred during the performance of duties.

Mr. Tan does not have any relationship with any other Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”)) of the Company. Further, Mr. Tan does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong) of the Company as at the date of this announcement.

Save as disclosed above, there are no other matters concerning Mr. Tan that need to be brought to the attention of the shareholders of the Company (“Shareholders”), nor is there any information relating to Mr. Tan that is required to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules.

* Translation of English or Chinese terms for reference only.