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江西銅業股份有限公司
JIANGXI COPPER COMPANY LIMITED

(a Sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 0358)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Jiangxi Copper Company Limited (the “**Company**”) will be held at the Conference Room of the Company at JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the People’s Republic of China (the “**PRC**”), on Monday, 7 December 2020 at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. “**THAT**

- (i) the consolidated supply and services agreement I entered into between the Company and Jiangxi Copper Corporation Limited (“**JCC**”) on 27 September 2020 in respect of the supply of various materials and provision of consolidated services by JCC and its subsidiaries from time to time (other than the Company and its subsidiaries from time to time (collectively, the “**Group**”) to the Group (a copy of which marked “**A**” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(“**Agreement 1**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) the proposed annual caps regarding Agreement 1 for each of the three financial years ending 31 December 2023 (as set out in the circular of the Company dated 10 November 2020) be and are hereby approved; and

- (iii) any director of the Company be and is hereby authorized for and on behalf of the Company to sign, seal, execute, perfect and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with Agreement 1, the proposed annual caps and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of Agreement 1 as he may in his discretion consider to be desirable and in the interests of the Company.”

2. **“THAT**

- (i) the consolidated supply and services agreement II entered into between the Company and JCC on 27 September 2020 in respect of the supply of various materials and provision of consolidated services by the Group to JCC and its subsidiaries from time to time (other than the Group) (a copy of which marked “B” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(“**Agreement 2**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) the proposed annual caps regarding Agreement 2 for each of the three financial years ending 31 December 2023 (as set out in the circular of the Company dated 10 November 2020) be and are hereby approved; and
- (iii) any director of the Company be and is hereby authorized for and on behalf of the Company to sign, seal, execute, perfect and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with Agreement 2, the proposed annual caps and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of Agreement 2 as he may in his discretion consider to be desirable and in the interests of the Company.”

3. **“THAT**

- (i) the land use rights leasing agreement entered into between the Company and JCC on 27 September 2020 in relation to the leasing of land use right of the lands covering an area of approximately 50,841,612.77 square meters from JCC to the Group for a term of three years ending 31 December 2023 (a copy of which marked “C” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification)(the “**Land Use Rights Leasing Agreement**”) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and
- (ii) any director of the Company be and is hereby authorized for and on behalf of the Company to sign, seal, execute, perfect, and deliver all such agreements, documents and deeds and to do all such acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with the Land Use Rights Leasing Agreement and the transactions contemplated thereunder and to make and agree to such variations of a non-material nature in or to the terms of the Land Use Rights Leasing Agreement as he may in his discretion consider to be desirable and in the interests of the Company.”

By Order of the Board of
Jiangxi Copper Company Limited
Zheng Gaoqing
Chairman

Nanchang, Jiangxi Province, the PRC, 10 November 2020

As at the date of this announcement, the executive Directors are Mr. Zheng Gaoqing, Mr. Wang Bo, Mr. Gao Jianmin, Mr. Liang Qing, Mr. Liu Fangyun and Mr. Yu Tong; and the independent non-executive Directors are Mr. Tu Shutian, Mr. Liu Erh Fei, Mr. Liu Xike and Mr. Zhu Xingwen.

Notes:

- (i) Any shareholder of the Company (the “**Shareholders**”) entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the EGM on his/her/its behalf in accordance with the articles of association of the Company. A proxy need not be a Shareholder.
- (ii) In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited to the Secretariat of the Board of the Company at 3rd Floor, JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the PRC (Postal Code: 330096) (in the case of proxy form of holder of A Shares) or the Company’s H Share Registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of proxy form of holders of H Shares) not less than 24 hours before the time for holding the EGM or 24 hours before the time appointed for taking the poll.
- (iii) Shareholders or their proxies shall produce their identity documents when attending the EGM.
- (iv) The record date for determining the entitlement of the Shareholders to attend and vote at the EGM will be the close of business on Thursday, 26 November 2020. All transfer documents accompanied by the relevant share certificates, must be lodged with the H Share registrar of the Company, Hong Kong Registrars Limited, whose address is at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration by no later than 4:30 p.m. on Thursday, 26 November 2020.
- (v) Shareholders who intend to attend the EGM shall complete and lodge the reply slip for attending the EGM to the Secretariat of the Board of the Company at 3rd Floor, JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the PRC (Postal Code: 330096) on or before Friday, 27 November 2020. The reply slip may be delivered to the Company by hand, by post or by fax (at fax no.: (86) 791-82710114).
- (vi) The EGM is not expected to take more than half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travel and accommodation expenses.