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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)

**ANNOUNCEMENT**  
**(I) PROPOSED RETIREMENT AND RE-ELECTION AND**  
**NEW APPOINTMENT OF DIRECTORS**  
**AND**  
**(II) PROPOSED RETIREMENT AND**  
**RE-ELECTION OF SUPERVISORS**

**RE-ELECTION AND APPOINTMENT OF DIRECTORS**

According to Article 103 of the Articles of Association, the term of office of each of the Directors is three years and upon expiry of such term, the Directors shall be eligible for re-election at the general meeting of the Company.

The current term of office of the eighth session of the Board is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, and as approved by the nomination committee of the Company, nominating Mr. Zheng Gaoqing, Mr. Wang Bo, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Liu Erh Fei, Mr. Liu Xike and Mr. Zhu Xingwen, all being retiring Directors, and Mr. Wang Feng, being a new Director, as candidates for the election as Directors for the Next Term.

## **RE-ELECTION OF SUPERVISORS**

In accordance with Article 132 of the Articles of Association, the term of appointment of each Supervisor shall be three years and each of the Supervisors shall be eligible for re-election upon the end of term by Shareholders or staff and workers of the Company where appropriate.

The term of office of the eighth session of the Supervisory Committee will expire at the AGM. The Company has received written notice from JCC nominating Mr. Guan Yongmin, Mr. Wu Donghua and Mr. Zhang Jianhua, the retiring Supervisors as the candidates for re-election as Supervisors representing the Shareholders for the Next Term. Mr. Zeng Min and Mr. Zhang Kui, the retiring Supervisors representing the staff and workers have also been elected as the candidates for re-election as Supervisors representing the staff and workers for the Next Term at an association meeting held by the staff and workers of the Company.

## **(I) PROPOSED RETIREMENT AND RE-ELECTION AND APPOINTMENT OF DIRECTORS**

According to Article 103 of the Articles of Association, the term of office of each of the Directors is three years and upon expiry of such term, the Directors shall be eligible for re-election at the general meeting of the Company.

The current term of office of the eighth session of the Board is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, and as approved by the nomination committee of the Company, nominating Mr. Zheng Gaoqing, Mr. Wang Bo, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Liu Erh Fei, Mr. Liu Xike and Mr. Zhu Xingwen, all being retiring Directors, and Mr. Wang Feng, being a new Director, as candidates for the election as Directors (collectively, the “**Directors Candidates**”) for the term of the office commencing from the date of the AGM to the 2023 annual general meeting of the Company to be held in the year 2024 (“**Next Term**”).

Resolutions will be proposed at the AGM to elect the members of the ninth session of the Board and to authorise the Board to enter into service contract or appointment letter with each of the re-elected or newly appointed Directors.

## **Particulars of the candidates proposed to be re-elected or newly appointed as executive Directors and independent non-executive Directors**

### ***Executive Directors***

**Mr. Zheng Gaoqing (鄭高濤)**, aged 55, is a member of the Communist Party of the PRC with postgraduate academic qualifications and a master's degree in business administration. He is currently the secretary of the party committee (the "**Party Committee**"), chairman, general manager and an executive Director of the Company, and is the chairman of Jiangxi Copper Hong Kong Company Limited (江西銅業香港有限公司), a subsidiary of the Company. At the same time, Mr. Zheng is also the secretary of the Party Committee and the chairman of JCC. He had been a technician, assistant engineer and engineer of Jiangxi Optical Instrument Factory; cadre of Shangrao County Economic Commission of Jiangxi Province, deputy director and deputy secretary of the Second Light Bureau, deputy director of the Power Supply Bureau, concurrently as Chairman and General Manager of Jiangxi Hexing Electronics Co., Ltd.\* (江西和興電子有限公司); the chairman and general manager of Jiangxi Shangrao Ganxing Electronics Co., Ltd.\* (江西上饒贛興電子有限公司); Director of Shangrao County Handicraft Association, the general manager of Great Wall Enterprise Group\* (長城企業集團); concurrently as Secretary to the Party Committee of Shangrao County Second Light General Corporation\* (上饒縣二輕總公司); the deputy magistrate of the Poyang County Government of Jiangxi Province, member of the Standing Committee of the County Party Committee, executive deputy magistrate; the deputy secretary of the Municipal Party Committee and mayor of Dexing City; the secretary of the Wannian County Party Committee and a member of the Party Committee and deputy manager of the State-owned Assets Supervision and Administration Commission of Jiangxi Province. Mr. Zheng has extensive experience in administration management.

**Mr. Wang Bo (汪波)**, aged 57, is a current deputy secretary of the Party Committee and an executive Director. Mr. Wang Bo graduated from Fuzhou Education College (撫州師範專科學校) majoring in chemistry in July 1984 and started working in the same year. Mr. Wang Bo is a post graduate and joined the communist party of the PRC in January 1985. Mr. Wang Bo is a senior political engineer and has been the deputy secretary to the communist party committee of the Company since December 2008. He has extensive experience in administration management.

**Mr. Gao Jian-min (高建民)**, aged 61, graduated from Tsinghua University. He has been a Director since the incorporation of the Company. Mr. Gao Jian-min is currently the chairman of Silver Grant Group (HK) Limited, and was a director and the managing director of Silver Grant International Holdings Group Limited (formerly known as Silver Grant International Industries Limited) (Stock code: 171) ("**Silver Grant**"), a director of Qingling Motors Co., Ltd. (Stock code: 1122) ("**Qingling Motors**") and the vice chairman of Oshidori International Holdings Limited (Stock code: 622). He has extensive experience in finance, industrial investment and development.

**Mr. Liang Qing (梁青)**, aged 67, has been appointed as a Director since June 2002. He was the vice chairman and general manager of China Minmetals H.K. (Holdings) Limited. Mr. Liang Qing is currently an independent non-executive director of Silver Grant and Sinotruk (Hong Kong) Limited (Stock code: 3808). He has abundant experience in international trading and investment.

**Mr. Liu Fangyun (劉方雲)**, aged 55, graduated from the Kunming Institute of Technology (昆明工學院) (now known as Kunming University of Science and Technology (昆明理工大學)) majoring in mining machinery and is a professor-level senior engineer. He has been serving as a member of the Party Committee since August 2019. Mr. Liu Fangyun also served as the head of Chengmenshan Copper Mine\* (城門山銅礦), the head of Dexing Copper Mine\* (德興銅礦), the president of the trade union of the Company and secretary of the party committee, the chairman and general manager of the Jiangxi Province Minbao Investment Company Limited\* (江西省民爆投資有限公司). He acted as an executive Director from June 2013 to July 2016. Mr. Liu Fangyun serves as a deputy general manager of the Company with effect from 13 November 2019. At the same time, he also serves as an executive director and the legal representative of Jiangxi Copper Engineering Magazine Co., Ltd., a subsidiary of JCC.

**Mr. Yu Tong (余彤)**, aged 49, is a senior accountant. He is a current member of the Party Committee, an executive Director and the chief financial officer of the Company and is a director and chairman of JCC Finance Company Limited (江西銅業集團財務有限公司), a subsidiary of the Company. Mr. Yu Tong was the chairman of Jinrui Futures Co. Ltd., and the legal representative and chairman of Shenzhen Jiangtong Finance Leasing Co. Ltd.\*, both are the subsidiaries of JCC. He was also a director of Jiangxi Copper Hong Kong Company Limited, a subsidiary of the Company. Mr. Yu Tong graduated from the Jiangxi University of Finance and Economics majoring in statistics and finance and obtained a master's degree in business administration from the MBA School of Jiangxi University of Finance and Economics. Mr. Yu Tong worked at China Jiangxi International Economic and Technical Cooperation Co., Ltd.\* (中國江西國際經濟技術合作公司) from July 1994 to December 2014 and his last position was the manager of the financial auditing department. He also worked at Jiangxi Dacheng State-owned Assets Management and Management Co., Ltd.\* (江西大成國有資產經營管理有限責任公司) from December 2014 to August 2018 and his last position was the chief financial officer. He possesses rich financial management experience.

### ***Independent non-executive Directors***

**Mr. Liu Erh Fei (劉二飛)**, aged 62, graduated from Beijing Foreign Studies College (北京外國語學院) with bachelor degree in English in 1981. Mr. Liu Erh Fei obtained his bachelor degree in Economics and International Relations from Brandeis University in 1984 and his master degree from Harvard Business School in 1987. Mr. Liu Erh Fei is currently the chief executive officer of Asia Investment Fund Management Limited and the co-founder of Cindat Capital Management Ltd. He worked as the senior management in various financial institutions such as Goldman Sachs Group, Inc., Morgan Stanley, Salomon Smith Barney and Bank of America Merrill Lynch (now known as BofA Securities, Inc.). Mr. Liu Erh Fei is currently an independent non-executive director of Qingling Motors and Frontage Holdings Corporation (Stock code: 1521). He has also been an independent non-executive director of Changyou Alliance Group Limited (Stock code: 1039) from 25 March 2015 to 1 April 2017.

**Mr. Liu Xike (柳習科)**, aged 47, is currently the president of Jiangxi Financial Development Group Co., Ltd.\* (江西金融發展集團股份有限公司). Mr. Liu Xike graduated from the Faculty of Investment and Finance in Jiangxi University of Finance and Economics and the Cheung Kong Graduate School of Business. He is a certified public accountant in the PRC. Mr. Liu Xike had worked for China Construction Bank, Zhonglei Certified Public Accountants and China Securities Regulatory Commission Jiangxi Supervision Bureau.

**Mr. Zhu Xingwen (朱星文)**, aged 59, is a senior accountant, graduated from the Department of Finance and Accounting of Jiangxi University of Finance and Economics (江西財經學院) majoring in commercial accounting, with a bachelor's degree in economics; and from Tianjin University of Finance and Economics (天津財經大學), with a doctoral degree in Management (Accounting). He is currently a professor and a supervisor for doctoral and postgraduate students at the School of Accounting of the Jiangxi University of Finance and Economics. His main research interests and highlights are accounting theory and methods, auditing theory and practice, and he has particularly achieved a self-established research outcome in the aspect of accounting legal norms, accounting standard theories and accounting and auditing issues under the corporate governance framework.

**Mr. Wang Feng**, aged 44, graduated from Fudan University with a master's degree in international trade and obtained a doctoral degree in corporate management from Peking University. He is now the chairman of Beijing He Jun Consultancy Limited\* (北京和君諮詢有限公司), the chairman of He Jun Consultancy of He Jun Group Limited\* (和君集團有限公司和君諮詢), the associate dean and senior partner of He Jun Business School\* (和君商學院).

Subject to the appointment of Mr. Wang Feng as an independent non-executive Director, he will also be appointed as a member of the audit committee, remuneration committee and nomination committee of the Company.

Save as disclosed above, the Directors Candidates did not hold any directorship in other listed companies in the last three years and each of the Directors Candidates does not have any relationships with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date hereof, each of the Directors Candidates does not have any interest in the Shares within the meaning of Part XV of the SFO.

Subject to the approval by the Shareholders at the AGM, the Company will enter into service contracts or appointment letters with each of the Directors Candidates. The initial length of services will be from the date of AGM up to the date on which the annual general meeting of the Company for the year 2023 being held. The Company will seek approval from the Shareholders at the AGM for the authorisation to the Board to determine the remuneration of each of the Directors Candidates and the authorisation to any one Director to enter into service contracts or appointment letters with them. It is proposed that, (i) each internal executive Director is entitled to receive basic annual remuneration based on the figures of his salary in the previous year (tax inclusive), and the remuneration committee of the Company will, pursuant to the then actual results of operation, determine the annual adjustment rate; (ii) each external executive Director is entitled to receive annual remuneration of RMB250,000 (tax inclusive); and (iii) each independent non-executive Director is entitled to receive annual travel expense of RMB150,000 (tax inclusive).

For the year ended 31 December 2020, the remuneration of Mr. Zheng Gaoqing, Mr. Wang Bo, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Liu Erh Fei, Mr. Liu Xike and Mr. Zhu Xingwen are RMB1,081,600, RMB1,081,600, RMB200,000, RMB200,000, RMB954,500, RMB1,081,600, RMB100,000, RMB100,000 and RMB100,000, respectively.

The Board is not aware of any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of the re-election or the new appointment of the Directors Candidates and there is no other information relating to the Directors Candidates which is required to be disclosed pursuant to any of the requirement of Rule 13.51(2) of the Listing Rules.

## (II) PROPOSED RETIREMENT AND RE-ELECTION OF SUPERVISORS

In accordance with Article 132 of the Articles of Association, the term of appointment of each Supervisor shall be three years and each of the Supervisors shall be eligible for re-election upon the end of term by Shareholders or staff and workers of the Company where appropriate.

The term of office of the eighth session of the Supervisory Committee will expire at the AGM. The Company has received written notice from JCC nominating Mr. Guan Yongmin, Mr. Wu Donghua and Mr. Zhang Jianhua, the retiring Supervisors as the candidates for re-election as Supervisors representing the Shareholders for the Next Term. Mr. Zeng Min and Mr. Zhang Kui, the retiring Supervisors representing the staff and workers have also been elected as the candidates for re-election as Supervisors representing the staff and workers for the Next Term at an association meeting held by the staff and workers of the Company.

Resolutions will also be proposed at the AGM to elect the Supervisors representing the Shareholders and to confirm the appointment of the Supervisors representing the staff and workers and to authorise the Board to enter into service contract or appointment letter with each of the re-elected Supervisors.

### **Particulars of the candidates proposed to be re-elected as Supervisors (collectively, the “Supervisors Candidates”)**

#### ***Supervisors representing the Shareholders***

**Mr. Guan Yongmin (管勇敏)**, aged 57, graduated from Jiangxi Hydraulic College\* (江西水利專科學校) (now known as Nanchang Institute of Technology (南昌工程學院)) majoring in hydraulic engineering and is a professor-level senior engineer. Mr. Guan Yongmin is currently the assistant to the general manager of the Company the head of Yongping Copper Mine\* (永平銅礦). He has served as the head of Dexing Copper Mine\* (德興銅礦) and the head of Chengmenshan Copper Mine\* (城門山銅礦) of the Company.

**Mr. Wu Donghua (吳東華)**, aged 58, graduated from Kunming Institute of Technology (昆明工學院) (now known as Kunming University of Science and Technology (昆明理工大學)) majoring in smelting of non-ferrous metal in the metallurgy department and is a professor-level senior engineer. Mr. Wu Donghua is currently the assistant to the general manager of the Company and the general manager of the Strategy and Investment Department of the Company, and is a director of Jiixin International Resources Investment Limited (佳鑫國際資源投資有限公司), a joint venture in which the Company has invested in. He has served as the secretary to the General Branch of the Party in the Smelting Workshop of Guixi Smelter and the general manager of the Planning and Production Department of the Company.

**Mr. Zhang Jianhua (張建華)**, aged 56, is an associate degree holder and a senior economist. He is currently the general manager of the Operation Management Department of the Company, and is a director of Shandong Humon Smelting Co., Ltd. (山東恒邦冶煉股份有限公司) and a supervisor and the chairman of the supervisory committee of Jiangxi Copper International Trade Company Limited (江銅國際貿易有限公司), both are the subsidiaries of the Company. He was the deputy director of the Corporate Management Department of JCC and the vice general manager of the Planning and Development Department and the general manager of the Legal and Risk Control Department of the Company. Mr. Zhang Jianhua has extensive experience in administrative and legal affairs.

***Supervisors representing the staff and workers***

**Mr. Zeng Min (曾敏)**, aged 56, graduated with a bachelor degree from Central South Industrial University (中南工業大學) majoring in industrial enterprises management engineering in July 1989 and is a senior political engineer. Mr. Zeng currently is a vice chairman of the labour union of the Company. He was a director of the Party Committee office of the Company and the secretary of the party committee of Jiangxi Copper Products Company Limited \* (江西銅業銅材有限公司).

**Mr. Zhang Kui (張奎)**, aged 58, currently serves as the team leader of the inspection team of the Commission for Discipline Inspection of the Company. He graduated from Jiangxi Shangrao Teachers College\* (江西上饒師範專科學校) (now known as Shangrao Normal University (上饒師範學院)) and obtained a diploma in Chinese in 1982. He served as a deputy secretary to the party committee, a secretary to the discipline committee and a secretary to the party committee of Yongping Copper Mine of JCC.

Save as disclosed above, the Supervisors Candidates did not hold any directorship in other listed companies in the last three years and each of the Supervisors Candidates does not have any relationships with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date hereof, each of the Supervisors Candidates does not have any interest in the Shares within the meaning of Part XV of the SFO.

Subject to the approval of the Shareholders at the AGM, the Company will enter into service contracts or letters of appointment with each of the Supervisors Candidates. The initial length of services will be from the date of the AGM up to the date on which the annual general meeting of the Company for the year 2023 being held. The Company will seek approval from the Shareholders at the AGM for the authorisation to the Board to determine the remuneration of the Supervisors Candidates and the authorisation to any one Director to enter into service contracts or appointment letters with them. It is proposed that, each Supervisors Candidates is entitled to receive basic annual remuneration based on the figures of his salary of previous year (tax inclusive), and the remuneration committee of the Company will, pursuant to the then actual results of operation, determine the annual growth rate.

For the year ended 31 December 2020, the remuneration of Mr. Guan Yongmin, Mr. Wu Donghua, Mr. Zhang Jianhua, Mr. Zeng Min and Mr. Zhang Kui are RMB388,300, RMB388,300, RMB776,000, RMB776,000 and RMB776,000, respectively.

The Board is not aware of any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of the election of the Supervisors Candidates and there is no other information relating to the Supervisors Candidates which is required to be disclosed pursuant to any of the requirement of Rule 13.51(2) of the Listing Rules.

### **(III) AGM**

The AGM will be convened at which ordinary resolutions will be proposed to approve, among others, (i) the proposed re-election and new appointment of Directors; and (ii) the proposed re-election of Supervisors. A circular containing, among others, details of the proposed re-election and new appointment of Directors, the proposed re-election of Supervisors and the notice of AGM will be despatched to the Shareholders in due course.

### **(IV) DEFINITIONS**

“AGM”	an annual general meeting of the Company to be held on 8 June 2021 to consider, among others, the ordinary resolutions to be proposed to approve the proposed re-election and new appointment of Directors and the proposed re-election of Supervisors
“Articles of Association”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors
“Company”	Jiangxi Copper Company Limited, a Sino-foreign joint venture joint stock limited company incorporated in the PRC
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“JCC”	Jiangxi Copper Corporation Limited, a substantial shareholder of the Company, holding approximately 43.72% of the total issued share capital of the Company

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of RMB1.00 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

By Order of the Board  
**JIANGXI COPPER COMPANY LIMITED**  
**Zheng Gaoqing**  
*Chairman*

Nanchang, Jiangxi, PRC, 29 March 2021

*As at the date of this announcement, the executive Directors are Mr. Zheng Gaoqing, Mr. Wang Bo, Mr. Gao Jian-min, 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.*

\* *For identification purpose only*