

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 OF RESULTS OF
ANNUAL GENERAL MEETING AND
DIVIDEND PAYMENT**

The Board and all Directors warrant there are no false information, misleading statements contained in or material omissions from the contents of this announcement, and accept legal responsibilities for the truthfulness, accuracy and completeness of the contents thereof.

The AGM was held on 9 June 2023.

Resolutions set out in the Notice of AGM dated 29 April 2023 were duly passed at the AGM.

Reference is made to the circular of Jiangxi Copper Company Limited (the “**Company**”) despatched to its shareholders on 29 April 2023 in respect of, inter alia, (i) the proposed distribution of final dividend; (ii) the proposed appointment of supervisor; and (iii) the proposed issuance of corporate bonds (the “**Circular**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held on 9 June 2023 at 2:30 p.m. at the Conference Room of the Company at JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the PRC. 22 Shareholders (comprising 21 A Shareholders and 1 H Shareholder) (including proxies) attended the AGM, representing 1,773,959,956 Shares (comprising 1,312,616,827 A Shares and 461,343,129 H Shares) or approximately 51.23% of the total issued Shares (3,462,729,405 Shares). The AGM was validly convened in compliance with the relevant requirements of the Company Law, the Articles and the relevant regulations. Mr. Zheng Gaoqing, the chairman of the Board, acted as the chairman of the AGM. The poll results in respect of the resolutions proposed at the AGM are as follows:

Special Resolution		Number of votes (approximate percentage (%))		
		For	Against	Abstain from voting or number of Shares that have not indicated voting
1.	To consider and approve the Proposed Issuance of Corporate Bonds in the PRC by the Company, and to authorise the Board and the Directors' working group as authorised by the Board to decide, handle and deal with the relevant matters (details of this resolution were set out in the Notice of AGM dated 29 April 2023).	A Shareholder(s) 1,312,606,727 99.9992%	A Shareholder(s) 10,100 0.0008%	A Shareholder(s) 0 0.0000%
		H Shareholder(s) 455,311,129 98.6925%	H Shareholder(s) 6,000,000 1.3006%	H Shareholder(s) 32,000 0.0069%
		Total 1,767,917,856 99.6612%	Total 6,010,100 0.3388%	Total 32,000

Ordinary Resolutions		Number of votes (approximate percentage (%))		
		For	Against	Abstain from voting or number of Shares that have not indicated voting
2.	To consider and approve the report of the Board for the year of 2022.	A Shareholder(s) 1,303,402,593 99.2980%	A Shareholder(s) 9,204,134 0.7012%	A Shareholder(s) 10,100 0.0008%
		H Shareholder(s) 406,090,727 88.0236%	H Shareholder(s) 54,415,437 11.7950%	H Shareholder(s) 836,965 0.1814%
		Total 1,709,493,320 96.4120%	Total 63,619,571 3.5880%	Total 847,065
3.	To consider and approve the report of the Supervisory Committee for the year of 2022.	A Shareholder(s) 1,310,975,872 99.8749%	A Shareholder(s) 1,639,355 0.1248%	A Shareholder(s) 1,600 0.0003%
		H Shareholder(s) 456,087,164 98.8607%	H Shareholder(s) 4,419,000 0.9579%	H Shareholder(s) 836,965 0.1814%
		Total 1,767,063,036 99.6583%	Total 6,058,355 0.3417%	Total 838,565
4.	To consider and approve the audited financial report and the annual report and its summary of the Company for the year of 2022.	A Shareholder(s) 1,310,559,472 99.8432%	A Shareholder(s) 2,055,755 0.1566%	A Shareholder(s) 1,600 0.0002%
		H Shareholder(s) 452,079,102 97.9919%	H Shareholder(s) 8,427,062 1.8266%	H Shareholder(s) 836,965 0.1814%
		Total 1,762,638,574 99.4088%	Total 10,482,817 0.5912%	Total 838,565

Ordinary Resolutions		Number of votes (approximate percentage (%))		
		For	Against	Abstain from voting or number of Shares that have not indicated voting
5.	To consider and approve the proposal for distribution of profit of the Company for the year of 2022.	A Shareholder(s) 1,312,607,527 99.9992%	A Shareholder(s) 9,300 0.0008%	A Shareholder(s) 0 0.0000%
		H Shareholder(s) 461,311,129 99.9931%	H Shareholder(s) 0 0%	H Shareholder(s) 32,000 0.0069%
		Total 1,773,918,656 99.9995%	Total 9,300 0.0005%	Total 32,000
Ordinary Resolution (By way of cumulative voting)		Number of votes for	Percentage of number of votes for to the total number of votes with valid voting rights at the AGM (%)	Elected or not
6.	To consider and approve the appointment of Mr. Li Si as a Supervisor to hold office from the date on which this resolution is passed until the expiration of the term of the ninth session of the Supervisory Committee and to authorise the Board to determine his remuneration and any one executive Director to enter into the service contract or letter of appointment on behalf of the Company with Mr. Li Si on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things necessary to give effect to the foregoing.	1,684,837,164	94.9761	Elected

As at the date of the AGM, the total number of issued Shares entitling Shareholders to attend and vote for or against the resolutions at the AGM was 3,462,729,405 Shares (comprising 2,075,247,405 A Shares and 1,387,482,000 H Shares). None of the Shares entitled any Shareholder to attend and vote only against the resolutions at the AGM.

The following Directors attended the AGM either in person or by electronic means: Mr. Zheng Gaoqing, Mr. Liu Fangyun, Mr. Yu Tong and Mr. Li Shuidi.

As more than two-thirds of the votes were cast in favour of the resolution numbered 1 at the AGM, the resolution numbered 1 was duly passed as special resolution of the Company.

As more than 50% of the votes were cast in favour of the resolutions numbered 2 to 5 at the AGM, each of these resolutions was duly passed as ordinary resolution of the Company.

Ernst & Young Hua Ming LLP, has acted as the scrutineer and has checked the mathematical accuracy of calculation of and verified the poll results of each resolution proposed at the AGM based on the poll forms collected.

The process of the AGM was witnessed by Hou Zhiwei and Wang Jing of Beijing Deheng Law Offices, who presented a legal opinion concluding that the convening and the procedures for holding of the AGM, the eligibility of the persons who participated and the persons who convened the AGM and the voting procedures thereof were in compliance with the relevant laws and the Articles. The voting results are lawful and valid.

After the passing of the resolution numbered 6 at the AGM, Mr. Li Si was appointed as a Supervisor. The biographical and relevant information of Mr. Li Si was disclosed in the Circular.

PAYMENT OF DIVIDEND

The proposal of the payment of final dividend of RMB0.50 per Share (inclusive of tax) for the year of 2022 to the Shareholders by the Board was approved at the AGM.

The method of payment of dividend by the Company will be as follows:

In accordance with the relevant regulations and the Articles, dividend payable to H Shareholders shall be declared in Renminbi and paid in Hong Kong dollars. The following conversion formula shall apply:

$$\text{Dividend in foreign currency} = \frac{\text{Dividend in Renminbi}}{\text{Average mean Hong Kong dollar price published daily by The People's Bank of China over a period of one calendar week prior to the announcement of the dividend}}$$

For the purpose of the abovementioned final dividend to H Shareholders, the date of announcement is 9 June 2023. The average mean price of one Hong Kong dollar published daily by The People's Bank of China over a period of one calendar week prior to the announcement of the dividend (29 May 2023 to 2 June 2023) is approximately RMB0.904276. Applying that average to the above formula, the dividend for each H Share is HK\$0.5529 (inclusive of tax).

Pursuant to the "Enterprise Income Tax Law of the PRC" (《中華人民共和國企業所得稅法》) and the relevant implementing rules which came into effect on 1 January 2008 and the "Notice of the Issues concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Which are Overseas Non-resident Enterprises" (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) issued by the State Administration of Taxation on 6 November 2008, the Company is required to withhold and pay corporate income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders as appearing on the H Shares register of members of the Company. Any Shares registered in the names of non-individual registered shareholders (including HKSCC Nominees Limited, other corporate nominees, trustees or other entities and organisations) will be treated as being held by non-resident enterprise shareholder and will therefore be subject to the withholding of the enterprise income tax.

Pursuant to the State Administration of Taxation Notice on Matters Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993] 045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011] 348號)) dated 28 June 2011, and the letter entitled "Tax arrangements on dividends paid to Hong Kong residents by Mainland companies" dated 4 July 2011 issued by the Stock Exchange, the Company is required to withhold and pay the individual income tax in respect of the 2022 final dividend paid to the Individual H Shareholders, as a withholding agent on behalf of the same. However, the Individual H Shareholders may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries (regions) in which the Individual H Shareholders are domiciled and the tax arrangements between Mainland China and Hong Kong (Macau).

Pursuant to the aforesaid tax regulations, when the 2022 final dividend is to be distributed to the holders of H Shares whose names appear on the register of members of the Company as at 23 June 2023, the Company will base on the tax rate of 10% to withhold 10% of the dividend to be distributed to the Individual H Shareholders as individual income tax. For non-resident enterprise holders of H Shares, the Company will withhold 10% of the dividend as enterprise income tax according to the relevant tax regulations in line with its previous practice.

If shareholders' names appear on the H Shares register of members, please refer to nominees or trust organisation for details of the relevant arrangements. The Company has no obligation and shall not be responsible for confirming the identities of the Shareholders. The Company will strictly comply with the laws, and withhold and pay the enterprise income tax and individual income tax on behalf of the relevant Shareholders based on the H Shares register of members of the Company as at 23 June 2023. The Company will not accept any requests relating to any delay in confirming the identity of the Shareholders or any uncertainties in the identity of the Shareholders.

Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014] 81號)), for dividends received by domestic individual investors from investing in H shares listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for domestic individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

Pursuant to the Notice on the Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016] 127號)), for dividends received by domestic individual investors from investing in H shares listed on the Stock Exchange through Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for domestic individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

In order to determine the identity of the Shareholders entitled to receive the final dividend of the Company for the year ended 31 December 2022, the register of members of the Company will be closed from Saturday, 17 June 2023 to Friday, 23 June 2023 (both dates inclusive). 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 by no later than 4:30 p.m. on Friday, 16 June 2023.

Pursuant to the Articles, the Company has appointed Bank of China (Hong Kong) Trustees Limited to receive on behalf of holders of H Share the dividend declared in respect of H Shares of the Company. The dividend warrants of H Shares together with the cheques will be issued by the Company's H Share registrar, Computershare Hong Kong Investors Service Limited and will be posted by ordinary mail to holders of H Shares at their own risk on Friday, 21 July 2023.

Announcement will be made in the PRC relating to the method of payment of dividend to holders of A Shares and its related matters after consultation with China Securities Clearing and Registration Company, Shanghai Branch in accordance with the relevant provisions and procedures.

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

Nanchang, Jiangxi, the PRC, 9 June 2023

As at the date of this announcement, the executive Directors of the Company are Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Wang Bo, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun and Mr. Yu Tong; and the independent non-executive Directors of the Company are Mr. Liu Xike, Mr. Zhu Xingwen, Mr. Wang Feng and Mr. Li Shuidi.