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Xinjiang Xinxin Mining Industry Co., Ltd.*

新疆新鑫礦業股份有限公司

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

(Stock code: 3833)

**ANNOUNCEMENT
VOTING RESULTS OF EXTRAORDINARY GENERAL MEETING
AND AMENDMENTS
TO THE ARTICLES OF ASSOCIATION**

Reference is made to the notice of extraordinary general meeting dated 3 November 2020 (the “**EGM Notice**”), the announcements dated 14 October 2020 and the circular dated 3 November 2020 (the “**Circular**”) of Xinjiang Xinxin Mining Industry Co., Ltd. (the “**Company**”). Terms used in this announcement shall have the same meanings as defined in the Circular unless otherwise stated.

The board of directors (the “**Board**”) of the Company is pleased to announce the voting results of the extraordinary general meeting (the “**EGM**”) of the Company which was held at 11:00 a.m. on Friday, 18 December 2020 at the Conference Room, 3/F, Tower 1, Business Residence Community of Youse Mingyuan Science and Technology Park, No. 52, East 2nd Lane, Binhe Middle Road, Saybagh District, Urumqi, Xinjiang, the People's Republic of China (the “**PRC**”).

* For identification purpose only

POLL RESULTS OF THE EGM

The poll results in respect of the resolutions passed at the EGM were as follows:

Ordinary Resolution	Numbers of Votes (%)		
	For	Against	Abstained
1. To consider and, if thought fit, pass with or without amendments the following as ordinary resolution: THAT the Revised Construction Services Annual Caps and the Revised Company's Products Annual Caps be and are hereby approved and confirmed. Any one director of the Company be and is hereby authorised to do all such acts and things and execute such other documents as he in his sole and absolute discretion deems necessary, desirable or expedient in relation to the implementation of the above (if necessary).	543,776,000 (99.999816%)	1,000 (0.000184%)	0 (0%)
The resolution was duly passed as an ordinary resolution.			

Special Resolution	Numbers of Votes (%)		
	For	Against	Abstained
1. To consider and approve the proposed amendments to the articles of association of the Company. (Note 10)	1,428,980,000 (99.999930%)	1,000 (0.000070%)	0 (0%)
The resolution was duly passed as a special resolution.			

Notes:

- (1) The total number of issued shares of the Company as at the date of the EGM was 2,210,000,000 shares (Domestic Shares is 1,451,000,000; H Shares is 759,000,000). Save for the fact that Xinjiang Non-ferrous holds 885,204,000 Domestic Shares (as at the date of the EGM) and is interested in the proposed ordinary resolution no. 1 and thus Xinjiang Non-ferrous and its associates (as defined in the Listing Rules) are required to and did abstain from voting on proposed ordinary resolution no.1, all the other holders were entitled to attend and vote for or against all of the proposed resolutions at the EGM.

- (2) Xinjiang Non-ferrous and its associates (as defined in the Listing Rules) abstained from voting on proposed ordinary resolution. The Shareholders and authorised proxies holding an aggregate of 1,428,981,000 shares, representing 64.66% of the total issued shares of the Company, were present at the EGM. The Shareholders and authorised proxies holding aggregate of 543,777,000 shares, representing 24.61% of the total issued shares of the Company were present and entitled to vote for or against the proposed ordinary resolution no.1 at the EGM.
- (3) Other than Xinjiang Non-ferrous and its associates (as defined in the Listing Rules) who abstained from voting on proposed ordinary resolution no. 1, there were no restrictions on any shareholders to cast votes on the resolutions proposed at the EGM.
- (4) There was no share of the Company entitling the holder to attend and vote only against the proposed resolutions at the EGM.
- (5) Other than Xinjiang Non-ferrous and its associates (as defined in the Listing Rules) who abstained from voting on proposed ordinary resolution no. 1, none of the Shareholders has stated the intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the EGM.
- (6) There were no shares entitling the holder to attend and abstain from voting in favour at the EGM as set out in Rule 13.40 of the Listing Rules.
- (7) The holding of the EGM was in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company.
- (8) The EGM was chaired by Mr. Liu Jun, an executive director of the Company, and all the proposed resolutions as set out in the EGM Notice were duly passed by way of poll.
- (9) The Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.
- (10) The details of the amendments to the articles of association of the Company are set out below:

1. The original Article 1 which provides:

Article 1 In order to protect the legitimate rights and interests of Xinjiang Xinxin Mining Industry Co., Ltd. (the "Company"), shareholders and creditors and regulate the constitution and act of the Company, the Articles of Association (the "Articles") are formulated in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China, the Special Provisions of the State Council Concerning the Flotation and Listing Abroad of Stocks by Limited Stock Companies (the "Special Provisions"), the Prerequisite Clauses for Articles of Association of Companies Seeking Listing outside the PRC (the "Prerequisite Clauses"), the Letter of Opinions on the Supplemental Amendments to Articles of Association of Companies Seeking Listing in Hong Kong (the "Letter of Opinions on Supplemental Amendments") and other relevant regulations.

is proposed to be amended as follows:

Article 1 In order to regulate the composition and act of Xinjiang Xinxin Mining Industry Co., Ltd. (the “Company”), insist on and consolidate the comprehensive leadership of the Party, protect the legitimate rights and interests of shareholders and creditors, the Articles of Association (the “Articles”) are formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, the Special Provisions of the State Council Concerning the Flotation and Listing Abroad of Stocks by Limited Stock Companies (the “Special Provisions”), the Prerequisite Clauses for Articles of Association of Companies Seeking Listing outside the PRC (the “Prerequisite Clauses”), the Letter of Opinions on the Supplemental Amendments to Articles of Association of Companies Seeking Listing in Hong Kong (the “Letter of Opinions on Supplemental Amendments”) and other relevant regulations.

2. The original Article 2 which provides:

Article 2 The Company is a company limited by shares established in accordance with the Company Law, the Special Provisions and other relevant regulations and shall observe and comply with the Company Law, Special Provisions and the Articles.

The Company was approved by the People’s Government of Xinjiang Uygur Autonomous Region through the approval letter regarding the Establishment of Xinjiang Xinxin Mining Industry Co., Ltd. (Xin Zheng Han (2005) No. 127) to be incorporated by way of promotion on 1 September 2005. The Company was registered with the Administration for Industry and Commerce of Xinjiang Uygur Autonomous Region and obtained the enterprise legal person business license on 1 September 2005. The unified social credit code of the Company is: 91650100778968995G.

The promoters of the Company are as follows: Xinjiang Non-ferrous Metal Industry (Group) Co., Ltd.* (新疆有色金屬工業(集團)有限責任公司), Shanghai Yilian Mining and Energy Industry Co., Ltd.* (上海怡聯礦能實業有限公司), Zhongjin Investment (Group) Co., Ltd.* (中金投資(集團)有限公司), Zijin Mining Group (Xiamen) Investment Co., Ltd.* (紫金礦業集團(廈門)投資有限公司), Xinjiang Xinying New Material Co., Ltd.* (新疆信盈新型材料有限公司) and Shaanxi Honghao Industry Co., Ltd.* (陝西鴻浩實業有限公司).

In accordance with the requirements of the Constitution of the Communist Party of China (《中國共產黨章程》), the Company has established an organization under the Party to accomplish the tasks assigned by the Party. The Party Committee of the Company shall play the core leadership and core political role of providing direction, managing the overall situation and ensuring implementation. The Company shall also establish the working organs of the Party, which shall be equipped with sufficient staff to deal with Party affairs and provided with sufficient funds to operate the Party organization.

is proposed to be amended as follows:

Article 2 The Company is a company limited by shares established in accordance with the Company Law, the Special Provisions and other relevant regulations and shall observe and comply with the Company Law, Special Provisions and the Articles.

The Company was approved by the People's Government of Xinjiang Uygur Autonomous Region through the approval letter regarding the Establishment of Xinjiang Xinxin Mining Industry Co., Ltd. (Xin Zheng Han (2005) No. 127) to be incorporated by way of promotion on 1 September 2005. The Company was registered with the Administration for Industry and Commerce of Xinjiang Uygur Autonomous Region and obtained the enterprise legal person business license on 1 September 2005. The unified social credit code of the Company is: 91650100778968995G.

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According to the requirements of the Constitution of the Communist Party of China (《中國共產黨章程》), the Company has established a Communist Party of China organization to accomplish the tasks assigned by the Party. The Company shall also establish the working organs of the Party, which shall be equipped with sufficient and competent staff to deal with Party affairs and provided with sufficient funds to operate the Party organization.

3. The original Article 158 which provides:

Article 158 The Company shall establish the Party Committee consisting of a secretary and several other members. The Party Committee shall establish a deputy secretary responsible for the Party building works of the Company. Eligible members of the Party Committee can join the Board, the board of supervisors and senior management through legal procedures. Eligible members in the Board, the board of supervisors and senior management can join the Party Committee in accordance with relevant provisions and procedures. Meanwhile, commission for discipline inspection shall be established in accordance with relevant requirements.

is proposed to be amended as follows:

Article 158 According to the requirements of the Constitution of the Communist Party of China (《中國共產黨章程》) and subject to the approval by upper Party organization, the Company shall establish the Communist Party of China Committee of Xinjiang Xinxin Mining Industry Co., Ltd. (hereafter abbreviated as the “Party Committee”). Meanwhile, according to relevant regulations, the Company shall establish the commission for discipline inspection of the Party.

4. Approving the addition of Article 159 to the Articles of Association as follows:

Article 159 The Party Committee of the Company shall be elected from the Party member congress or the Party representative congress; each term of office is five (5) years. Regular re-election shall be conducted upon the expiration of its term of office. Each term of office of the Discipline Inspection Commission under the Party shall be the same as the Party Committee.

5. Approving the addition of Article 160 to the Articles of Association as follows:

Article 160 The Party Committee of the Company generally consists of 3 to 7 members, with a maximum number of 9. There should be 1 party secretary, and 1–2 deputy party secretaries as and when they are needed.

6. The original Article 159 which provides:

Article 159 The Party Committee of the Company shall perform its duties in accordance with the Constitution of the Communist Party of China and other internal rules of the Party.

- (1) to uphold the consciousness of political integrity, overall situation, the core and conformity, ensure and supervise the Company's implementation of guidelines and policies of the Party and the State, implement major strategic decisions of the Central Committee of the Party and the State Council as well as the relevant material work arrangement of the Party Committee, the government of the Autonomous Region, implement relevant material working requirements of the Party Committee of the State-owned Assets Supervision and Administration Commission of the State Council and the superior Party organizations.
- (2) to focus on the overall goal of social stability and long-term stability in Xinjiang, strengthen the collective leadership, promote scientific decision-making, and promote the Company's full implementation of economic, political, stability, and social responsibilities.
- (3) to uphold the integration of the principle of management of cadres by the Party with the lawful selection of the operation management by the board of directors and with the lawful exercise of authority of deployment of personnel by the operation management. The Party organization shall consider and comment on the candidates nominated by the board of directors or the general manager, or shall recommend candidates to the board of directors or the general manager. The Party organization, together with the board of directors shall evaluate the proposed candidates and put forth comments and suggestions collectively.
- (4) to analyse and discuss major issues such as the reform, development and stability of the Company, major operational and management issues and major issues concerning employee interests, and to provide comments and suggestions thereon.
- (5) to undertake the main responsibility exercising strict self-governance of the Party in every respect. Lead the building of the Company's primary Party organizations, the Company's ideological and political work, united front work, spiritual civilization construction, corporate culture construction and the work of mass organizations such as the labour union and the communist youth league. Lead the construction of the Party's working style to uphold anti-corruption and integrity and support the discipline inspection committee in fulfilling its supervisory responsibility.

is proposed to be renumbered to Article 161 and amended as follows:

Article 161 Party Committee of the Company shall play a leading role, supervising the Company's direction of development, monitoring the whole picture and ensuring implementation, discussing and making decisions on significant matters of the Company in accordance with the regulations. The main responsibilities are:

- (1) to enhance the building of politics of the Party in the Company, adhere to and implement the fundamental system, basic system and important system of socialism with Chinese characteristics as well as educate and guide all Party members to maintain a high degree of consistency with the Party Central Committee with Comrade Xi Jinping as the core in the political stance, political direction, political principles and political path;
- (2) to thoroughly study and implement Xi Jinping's Socialism Ideology with Chinese characteristics in the new era, learn and propagate the Party's theory, thoroughly implement the Party's line, principles and policies as well as supervise and guarantee the implementation of major strategy deployments of the Party Central Committee as well as the resolutions of the Party organisation at a higher level in the Company;
- (3) to investigate and discuss the significant operation and management matters of the Company and support the shareholders' general meeting, the Board of Directors, the Supervisory Committee and the management to exercise their rights and perform their duties in accordance with the laws;
- (4) to strengthen the leadership and gatekeeping role in the process of selection and appointment of personnel of the Company, and the building of the leading team, cadre and talents team of the Company;
- (5) to undertake the main responsibility in improving Party conduct and upholding integrity, lead and support discipline inspection institutions to fulfil their supervisory and disciplining responsibilities as well as exercise strict administrative discipline and political rules and promote Party self-governance exercised fully and with rigor into the grassroots level;
- (6) to strengthen the building of grassroot Party organisations and the Party member service, unit and lead officials and employees to devote themselves into the reform and development of the Company;
- (7) to lead the Company's ideological and political work, the spirit and civilization progress, the United Front work and lead mass organisations such as the Labour Union, Communist Youth League and Women's Organisation of the Company.

7. Approving the addition of Article 162 to the Articles of Association as follows:

Article 162 By insisting on and improving the leadership mechanism of “Dual Entry and Cross Appointment”, eligible members of the Party Committee may take seats in the Board of Directors, the Supervisory Committee and the management through statutory procedures, while eligible members of the Board of Directors, the Supervisory Committee and the management who are also Party members may take seats in the Party Committee in accordance with related regulations and procedures.

8. Approving the numbering of the original “Article 160” to “Article 234” of the Articles of Association to be updated to “Article 163” to “Article 237” accordingly and the contents stated remain the same.

By order of the Board
Li Zhenzhen, Lam Cheuk Fai
Joint Company Secretaries

Xinjiang, the PRC
18 December 2020

As at the date of this announcement, the executive directors of the Company are Mr. Liu Jun and Mr. Qi Xinhui; the non-executive directors of the Company are Mr. Zhang Guohua, Mr. Zhou Chuanyou, Mr. Guo Quan and Mr. Hu Chengye; and the independent non-executive directors of the Company are Mr. Hu Benyuan, Mr. Wang Qingming and Mr. Lee Tao Wai.