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中國大冶有色金屬礦業有限公司

China Daye Non-Ferrous Metals Mining Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 00661)

REVISED CAP AMOUNT UNDER THE TECHNICAL SERVICES AGREEMENT

Reference is made to the announcement of the Company dated 18 December 2019 (the “Announcement”) and annual report of the Company dated 26 April 2021 in relation to, among other things, the Technical Services Agreement. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

EXTENSION AND REVISED CAP AMOUNT UNDER THE TECHNICAL SERVICES AGREEMENT

As the Technical Services Agreement expired on 18 November 2020, Daye Metal and Lualaba Copper entered into a supplementary agreement to the Technical Services Agreement (“Supplementary Agreement to the Technical Services Agreement”) on 13 January 2021 to extend the service period under the Technical Services Agreement to 30 June 2021, during which period the cap of the service fees to be paid by Lualaba Copper to Daye Metal will be RMB2,320,000. Except as disclosed above, other principal terms of the Technical Services Agreement remain unchanged and have full effect.

The Board further approved on 17 May 2021 to increase the cap of the service fees to be paid by Lualaba Copper to Daye Metal for 13 January 2021 to 30 June 2021 to be RMB4,162,039 (the “Revised Cap Amount”). Except as disclosed above, other principal terms of the Technical Services Agreement remain unchanged and have full effect.

BASIS OF DETERMINATION OF THE REVISED CAP AMOUNT

The Revised Cap Amount is determined with reference to the estimation of additional allowance and overtime pays for the work done by the technical services personnel dispatched by Daye Metal to Lualaba Copper.

The Directors (including the independent non-executive Directors) are of the view that the transactions under the Supplementary Agreement to the Technical Services Agreement and the Revised Cap Amount are conducted on normal commercial terms in the ordinary and usual course of business of the Group, and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As at the date of this announcement, China Times directly held 11,962,999,080 Shares, representing approximately 66.85% of the issued share capital of the Company, and is a wholly-owned subsidiary of the Parent Company. Accordingly, the Parent Company is a controlling Shareholder indirectly interested in approximately 66.85% of the issued share capital of the Company, and CNMC is the controlling shareholder of the Parent Company holding approximately 57.99% of the equity interests in the Parent Company. Lualaba Copper is a non-wholly-owned subsidiary of CNMC and is therefore a connected person of the Company. Accordingly, the transactions contemplated under the Supplementary Agreement to the Technical Services Agreement and the Revised Cap Amount constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

According to Rule 14A.81 and Rule 14A.82(1) of the Listing Rules, as the Supplementary Agreement to the Technical Services Agreement, the Revised Cap Amount and the Parent Group Services Framework Agreement are entered into with parties who are connected with one another and involves technical services of a similar nature, the transactions contemplated under the Technical Services Agreement shall be aggregated with the transactions contemplated under the Parent Group Services Framework Agreement for the year ending 31 December 2021.

As the amount in respect of the transactions contemplated under the Supplementary Agreement to the Technical Services Agreement, when aggregated with the Parent Group Services Framework Agreement, less than HKD3,000,000, the entering into of the Supplementary Agreement to the Technical Services Agreement and the transactions contemplated thereunder are subject to full exempt from the Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio in respect of the transactions contemplated under the Revised Cap Amount, when aggregated with the Parent Group Services Framework Agreement, exceeds 0.1% but is less than 5%, the entering into of the Revised Cap Amount and the transactions contemplated thereunder are subject to the reporting, annual review and announcement requirements but are exempt from independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

By order of the Board
China Daye Non-Ferrous Metals Mining Limited
Wang Yan
Chairman

17 May 2021

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Wang Yan, Mr. Long Zhongsheng, Mr. Yu Liming and Mr. Chen Zhimiao; and three independent non-executive Directors, namely Mr. Wang Qihong, Mr. Wang Guoqi and Mr. Liu Jishun.