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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)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**SGM**”) of China Daye Non-Ferrous Metals Mining Limited (the “**Company**”) will be held at Function Room 4 & 6, 3/F, The Mira Hong Kong, Mira Place, 118-130 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on Wednesday, November 22, 2023 at 10:00 a.m. (or at any adjournment thereof), for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated November 7, 2023:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (i) the revised annual caps for the Yangxin Hongsheng Purchase Framework Agreement in the amounts of RMB11,287,354,000, RMB10,672,780,000 and RMB10,927,565,000 for the years ending December 31, 2023, 2024 and 2025, respectively (the “**Revised Annual Caps for the Yangxin Hongsheng Purchase Framework Agreement**”), and the transactions contemplated thereunder be and are hereby approved; and
- (ii) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to and implement the Revised Annual Caps for the Yangxin Hongsheng Purchase Framework Agreement.”

2. “**THAT:**

- (i) the revised annual caps for the Parent Group Sales Framework Agreement in the amounts of RMB17,995,212,000, RMB31,586,706,000 and RMB33,624,255,000 for the years ending December 31, 2023, 2024 and 2025, respectively (the “**Revised Annual Caps for the Parent Group Sales Framework Agreement**”), and the transactions contemplated thereunder be and are hereby approved; and
- (ii) any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to and implement the Revised Annual Caps for the Parent Group Sales Framework Agreement.”

By order of the Board
China Daye Non-Ferrous Metals Mining Limited
Xiao Shuxin
Chairman

Hong Kong, November 7, 2023

As at the date of this notice, the Board comprises four executive directors, namely Mr. Xiao Shuxin, Mr. Zhang Guangming, Mr. Chen Zhimiao and Mr. Zhang Jinzhong; and three independent non-executive directors, namely Ms. Liu Fang, Mr. Wang Qihong and Mr. Liu Jishun.

Notes:

- 1. For more information relating to the abovementioned resolutions, please refer to announcement of the Company dated September 12, 2023 and the circular of the Company dated November 7, 2023.
- 2. The resolutions at the SGM will be taken by poll pursuant to the Listing Rules and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
- 3. The record date for determining Shareholders’ right to attend and vote at the SGM is Friday, November 17, 2023. In order to qualify for attending and voting at the said meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration, no later than 4:30 p.m. on Thursday, November 16, 2023.
- 4. Any member of the Company entitled to attend and vote at the SGM is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more ordinary shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- 5. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the SGM and, in such event, the form of proxy shall be deemed to be revoked.