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## **NORTH MINING SHARES COMPANY LIMITED**

**北方礦業股份有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 433)**

### **VOLUNTARY ANNOUNCEMENT**

#### **(I) EXTENSION OF TERM AND EXCLUSIVITY PERIOD OF MOU 1 AND (II) EXTENSION OF COMPLETION OF EQUITY TRANSFER IN RESPECT OF THE TARGET COMPANY 2**

Reference is made to (i) the announcement of North Mining Shares Company Limited (the “**Company**”) dated 13 November 2023 in relation to the MOU of the Possible Share Transfer (the “**MOU Announcement**”) and (ii) the announcement of the Company dated 23 November 2023 in relation to the formal agreements in relation to the Possible Equity Transfer (the “**Equity Transfer Announcement**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the MOU Announcement and the Equity Transfer Announcement.

As disclosed in the MOU Announcement, parties to the MOU 1 shall proceed to the negotiation of the formal agreement in respect of the MOU 1 on or before the date falling two months from the date of the MOU 1 (or such later date to be agreed by the parties to the MOU 1). Moreover, parties to the MOU 1 also agreed an exclusivity period of two months from the date of the MOU 1. Since such expiry and as additional time is required for the parties to the MOU 1 to negotiate and agree on the terms of the formal agreement, on 4 March 2024 (after trading hours), the Company and the vendor entered into an extension agreement whereby each party agreed to extend both the term of the MOU 1 to enter into the formal agreement and the exclusivity period to 31 May 2024 (or such later date to be further agreed by the parties). Save for the aforementioned, all other terms and conditions of the MOU 1 shall remain unchanged and be in full force and effect in its original terms.

As disclosed in the Equity Transfer Announcement, the completion of the equity transfer of the Target Company 2 shall be conditional upon the fulfilment and/or waiver (as the case may be) of conditions precedent on or before 31 January 2024, or such later date as the parties to the Equity Transfer Agreements may agree. Since such expiry and as additional time is required to fulfil the conditions precedent for completion of the equity transfer of the Target Company 2, the parties had been in continuous negotiation on an extended expiry date for such completion, and on 1 March 2024 (after trading hours), the Company entered into an extension agreement with each respective vendor whereby each party agreed to extend the completion date to 31 May 2024 (or such later date to be further agreed by the parties). Save for the aforementioned, all other terms and conditions of the Equity Transfer Agreements shall remain unchanged and be in full force and effect in its original terms.

**No assurance is given that any formal agreement will be entered into in respect of the MOU 1 nor the equity transfer of the Target Company 2 will be completed, however the Company will provide relevant updates concerning this matter from time to time when appropriate. Shareholders and potential investors of the Company should exercise caution when dealing in or investing in the securities of the Company.**

By order of the Board  
**North Mining Shares Company Limited**  
**Yang Ying Min**  
*Chairman*

Hong Kong, 4 March 2024

*As at the date of this announcement, the Board of the Company comprises Mr. Yang Ying Min, Mr. Qian Yi Dong and Mr. Shen Jian as Executive Directors; and Mr. Shek Man Ho, Mr. Shen Ming Jie and Mr. Feng Jia Wei as Independent Non-executive Directors.*