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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
(I) PROPOSED RETIREMENT, RE-ELECTION AND
NEW APPOINTMENT OF DIRECTORS
AND
(II) PROPOSED RETIREMENT,
RE-ELECTION AND NEW APPOINTMENT OF SUPERVISORS

PROPOSED RETIREMENT, RE-ELECTION AND NEW APPOINTMENT OF DIRECTORS

According to Article 103 of the Articles, the term of office of each of the Directors is three years and upon expiry of such term, each of the Directors shall be eligible for re-election at a general meeting of the Company.

The current term of office of the ninth session of the Board is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, and as approved by the Nomination Committee, nominating Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Wang Feng and Mr. Li Shuidi, all being retiring Directors, and Ms. Lai Dan and Ms. Liu Shuying, being new Directors, as candidates for the election as Directors for the next term of office.

PROPOSED RETIREMENT, RE-ELECTION AND NEW APPOINTMENT OF SUPERVISORS

According to Article 132 of the Articles, the term of office of each of the Supervisors shall be three years and upon expiry of such term, each of the Supervisors shall be eligible for re-election upon the end of term by the Shareholders or the Staff and Workers, where appropriate.

The current term of office of the ninth session of the Supervisory Committee is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, nominating Mr. Zha Keping and Mr. Li Si, both being retiring Supervisors representing the Shareholders, and Ms. Cai Lisi, being a new Supervisor representing the Shareholders, as the candidates for re-election as Supervisors representing the Shareholders for the next term of office. Ms. Gong Bin and Mr. Zhao Bicheng, both being retiring Supervisors representing the Staff and Workers, have also been elected as the candidates for re-election as Supervisors representing the Staff and Workers for the next term at a representative meeting of the Staff and Workers.

(I) PROPOSED RETIREMENT, RE-ELECTION AND NEW APPOINTMENT OF DIRECTORS

According to Article 103 of the Articles, the term of office of each of the Directors is three years and upon expiry of such term, each of the Directors shall be eligible for re-election at a general meeting of the Company.

The current term of office of the ninth session of the Board is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, and as approved by the Nomination Committee, nominating Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Gao Jian-min, Mr. Liang Qing, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Wang Feng and Mr. Li Shuidi, all being retiring Directors, and Ms. Lai Dan and Ms. Liu Shuying, being new Directors, as candidates for the election as Directors (collectively, the “**Directors Candidates**”) for the next term of office commencing from the date of the AGM and ending on the date of the annual general meeting of the Company for the year of 2026 to be held in 2027.

Resolutions will be proposed at the AGM to elect the members of the tenth session of the Board and to authorise the Board to enter into a service contract or letter of appointment with each of the re-elected or newly appointed Directors.

Particulars of the Directors Candidates proposed to be re-elected or newly appointed as executive Directors and independent non-executive Directors

Executive Directors

Mr. Zheng Gaoqing (鄭高清), aged 58, is a member of the Communist Party of the PRC (“CPC”) with postgraduate academic qualifications and a master’s degree in business administration. He is currently the secretary of the party committee of the Company, an executive Director and the chairman of the Company. At the same time, Mr. Zheng is also the secretary of the party committee and the chairman of JCC. He served as the chairman of Jiangxi Copper Hong Kong Company Limited (江西銅業香港有限公司), a subsidiary of the Company. He had been a technician, assistant engineer and engineer of Jiangxi Optical Instrument Factory* (江西光學儀器廠); the cadre of the Shangrao County Economic Commission of Jiangxi Province, the deputy director and deputy secretary of the Second Light Bureau* (二輕局), the deputy director of the Power Supply Bureau, concurrently as the chairman and general manager of Jiangxi Hexing Electronics Co., Ltd.* (江西和興電子有限公司); the chairman and general manager of Jiangxi Shangrao Ganxing Electronics Co., Ltd.* (江西上饒贛興電子有限公司); a director of Shangrao County Handicraft Association* (上饒縣手工聯社), the general manager of Great Wall Enterprise Group* (長城企業集團), concurrently as the secretary to the party committee of Shangrao County Second Light General Corporation* (上饒縣二輕總公司); the deputy magistrate of the Poyang County Government of Jiangxi Province, a member of the Standing Committee of the County Party Committee and the executive deputy magistrate; the deputy secretary of the municipal party committee and mayor of Dexing City; the secretary of the party committee of Wannian County and a member of the party committee and deputy manager of the State-owned Assets Supervision and Administration Commission of Jiangxi Province* (江西省國有資產監督管理委員會). He has extensive experience in management.

Mr. Zhou Shaobing (周少兵), aged 54, is a member of CPC with a university degree. He is currently the deputy secretary of the party committee of the Company, an executive Director, the deputy chairman, and the general manager of the Company. He served as the head of the mining site of Dexing Copper Mine* (德興銅礦) of the Company (“**Dexing Copper Mine**”), the chief engineer of Dexing Copper Mine, the head of the mining site of Chengmenshan Copper Mine* (城門山銅礦) of the Company (“**Chengmenshan Copper Mine**”) and a deputy general manager of the Company. He was the secretary of the party committee and the chairman of Jiangxi Tungsten Holding Group Co., Ltd.* (江西鎢業控股集團有限公司).

Mr. Gao Jian-min (高建民), aged 64, graduated from Tsinghua University. He has been a Director since the incorporation of the Company. He is currently the chairman of Silver Grant Group (HK) Limited, and was a director and the managing director of Silver Grant International Holdings Group Limited (formerly known as Silver Grant International Industries Limited) (stock code: 171) (“**Silver Grant**”), a director of Qingling Motors Co., Ltd. (stock code: 1122) and the vice chairman of Oshidori International Holdings Limited (stock code: 622). He has extensive experience in finance, industrial investment and development.

Mr. Liang Qing (梁青), aged 70, has been appointed as a Director since June 2002. He was the deputy chairman and general manager of China Minmetals H.K. (Holdings) Limited. Mr. Liang Qing is currently an independent non-executive director of Silver Grant and Sinotruk (Hong Kong) Limited (stock code: 3808). He has extensive experience in international trading and investment.

Mr. Liu Fangyun (劉方雲), aged 58, graduated from the Kunming Institute of Technology (昆明工學院) (now known as Kunming University of Science and Technology (昆明理工大學)) majoring in mining machinery and is a professor-level senior engineer. He has been serving as a member of the party committee of the Company since August 2019. Mr. Liu Fangyun also served as the head of Chengmenshan Copper Mine, the head and the labour union president of Dexing Copper Mine, an executive director and the legal representative of Jiangxi Copper Engineering Magazine Co., Ltd.* (江西《銅業工程》雜誌社有限公司), a subsidiary of JCC, and the secretary of the party committee, the chairman and the general manager of Jiangxi Province Minbao Investment Company Limited* (江西省民爆投資有限公司). He served as an executive Director during the period from June 2013 to July 2016 and has been serving as an executive Director again since 10 June 2020. Mr. Liu Fangyun serves as a deputy general manager of the Company with effect from 13 November 2019. At the same time, he also serves as the chairman of Jiangxi JCC High Precision Copper Plate and Strip Co., Ltd.* (江西江銅高精銅板帶有限公司).

Mr. Yu Tong (余彤), aged 52, is a senior accountant. He is a current member of the party committee of the Company, an executive Director and the chief financial officer of the Company. Mr. Yu Tong was the chairman of Jinrui Futures Co. Ltd.* (金瑞期貨股份有限公司), and the legal representative and chairman of Shenzhen Jiangtong Finance Leasing Co. Ltd.* (深圳江銅融資租賃有限公司), both of which are the subsidiaries of JCC. He was also a director of Jiangxi Copper Hong Kong Company Limited, a subsidiary of the Company, and a director and chairman of JCC Finance Company Limited* (江西銅業集團財務有限公司). Mr. Yu Tong graduated from Jiangxi Institute of Finance and Economics (江西財經學院) (now known as Jiangxi University of Finance and Economics (江西財經大學)) majoring in statistics and finance and obtained a master’s degree in business administration from the MBA School of Jiangxi University of Finance and Economics. Mr. Yu Tong worked at China Jiangxi

International Economic and Technical Cooperation Co., Ltd.* (中國江西國際經濟技術合作公司) from July 1994 to December 2014 and his last position was the manager of the financial audit department. He then worked at Jiangxi Dacheng State-owned Assets Management and Management Co., Ltd.* (江西大成國有資產經營管理有限責任公司) from December 2014 to August 2018 and his last position was the chief financial officer. He has extensive financial management experience.

Independent non-executive Directors

Mr. Wang Feng (王豐), aged 47, graduated from Fudan University with a master's degree in international trade and obtained a doctoral degree in corporate management from Peking University. He is now the chairman of Beijing Hejun Consultancy Limited* (北京和君諮詢有限公司), the chairman of Hejun Consultancy of Hejun Group Limited* (和君集團有限公司和君諮詢) and the associate dean and senior partner of Hejun Business School* (和君商學院).

Mr. Li Shuidi (李水弟), aged 70, has a postgraduate degree. He graduated from Nanchang University with a bachelor's degree in machinery and a master's degree in ideological and political education. He served as the deputy secretary to the party committee of Nanchang University, secretary to the party committee of Nanchang Institute of Technology, and vice chairman of the Education, Science, Culture and Health Committee of Jiangxi Provincial People's Congress* (江西省人大教育科學文化衛生委員會).

Ms. Lai Dan (賴丹), aged 47, is a member of CPC and a professor and currently serves as the executive dean of the Energy and Metal Industry Research Institute* (能源金屬產業研究院) at Gannan University of Science and Technology* (贛南科技學院), currently as the vice chairman of the Accounting Professional Committee of the China Non-ferrous Metals Society* (中國有色金屬學會會計專業委員會). Ms. Lai Dan served as the executive dean of the Non-ferrous Metals Industry Development Research Institute* (有色金屬產業發展研究院) at Jiangxi University of Science and Technology* (江西理工大學).

Ms. Liu Shuying (劉淑英), aged 62, is a member of CPC with a university degree, a Class-C top talent of Nanchang City, an expert in the talent pool of the PRC and Jiangxi Province and a professor-level senior engineer. She served as a vice president of Jiangling Motors Co., Ltd.* (江鈴汽車股份有限公司), concurrently as the secretary to the party committee of product research and development and the dean of the vehicle engineering research and development institute of Jiangling Motors Co., Ltd.* (江鈴汽車股份有限公司). She has extensive experience in management.

Subject to the appointment of Ms. Lai Dan as an independent non-executive Director, she will be appointed as a member and the chairperson of the Audit Committee, and a member of the Remuneration Committee and the Nomination Committee. Subject to the appointment of Ms. Liu Shuying as an independent non-executive Director, she will be appointed as a member and the vice chairperson of the Environmental, Social and Governance Development Committee, and a member of the Audit Committee, Remuneration Committee and Nomination Committee.

As at the date of this announcement, save as disclosed above, each of the Directors Candidates had not held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and had no other major appointments and professional qualifications, and each of the Directors Candidates did not have any relationships with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company. Each of the Directors Candidates did not have any interest in the Shares within the meaning of Part XV of the SFO.

Subject to the approval by the Shareholders at the AGM, the Company will enter into a service contract or letter of appointment with each of the re-elected or newly appointed Directors. The initial length of service will be from the date of the AGM up to the date on which the annual general meeting of the Company for the year of 2026 is to be held. The Company will seek approval from the Shareholders at the AGM for the authorisation to the Board to determine the remuneration of each of the re-elected or newly appointed Directors and the authorisation to any one Director to enter into service contracts or letters of appointment with them. As considered and approved by the Remuneration Committee, it is proposed that, (i) each internal executive Director is entitled to receive basic annual remuneration based on the figures of his/her salary for the previous year (tax inclusive), and the Remuneration Committee will, with reference to the then actual results of operation, determine the annual adjustment rate; (ii) each external executive Director is entitled to receive annual remuneration of RMB250,000 (tax inclusive); and (iii) each independent non-executive Director is entitled to receive annual travel allowances of RMB150,000 (tax inclusive).

For the year ended 31 December 2023, the remunerations of Mr. Zheng Gaoqing, Mr. Zhou Shaobing, Mr. Wang Bo, Mr. Liu Fangyun, Mr. Yu Tong, Mr. Gao Jianmin, Mr. Liang Qing, Mr. Liu Xike, Mr. Zhu Xingwen, Mr. Wang Feng and Mr. Li Shuidi are RMB1,331,600, RMB1,331,600, RMB1,109,700, RMB1,331,600, RMB1,331,600, RMB250,000, RMB250,000, RMB150,000, RMB150,000, RMB150,000 and RMB150,000, respectively.

The Board is not aware of any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of the proposed re-election or the new appointment of the Directors and there is no other information relating to the Directors Candidates which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

(II) PROPOSED RETIREMENT, RE-ELECTION AND NEW APPOINTMENT OF SUPERVISORS

According to Article 132 of the Articles, the term of office of each of the Supervisors shall be three years and upon expiry of such term, each of the Supervisors shall be eligible for re-election upon the end of term by the Shareholders or the staff and workers of the Company (the “**Staff and Workers**”), where appropriate.

The current term of office of the ninth session of the Supervisory Committee is due to expire at the AGM. The Company has received written notice from its substantial shareholder, JCC, nominating Mr. Zha Keping and Mr. Li Si, both being retiring Supervisors representing the Shareholders, and Ms. Cai Lisi, as a new Supervisor representing the Shareholders, as the candidates for re-election as Supervisors representing the Shareholders for the next term of office commencing from the date of the AGM and ending on the date of the annual general meeting of the Company for the year of 2026 to be held in 2027. Ms. Gong Bin and Mr. Zhao Bicheng, both being retiring Supervisors representing the Staff and Workers, have also been elected as the candidates for re-election as Supervisors representing the Staff and Workers for the next term of office commencing from the date of the AGM and ending on the date of the annual general meeting of the Company for the year of 2026 to be held in 2027 at a representative meeting of the Staff and Workers.

Resolutions will be proposed at the AGM to elect the Supervisors representing the Shareholders and to confirm the appointment of the Supervisors representing the Staff and Workers and to authorise the Board to enter into a service contract or letter of appointment with each of the re-elected Supervisors.

Particulars of the candidates proposed to be re-elected or newly appointed as Supervisors (collectively, the “Supervisors Candidates”)

Supervisors representing the Shareholders

Mr. Zha Keping (查克兵), aged 55, has a postgraduate degree and a master’s degree, and is a senior engineer. He currently serves as the assistant to the general manager and the general manager of the strategy and investment department of the Company. Mr. Zha Keping served as the head of the mining site of Dexing Copper Mine, a member of the party committee and head of the mine of Chengmenshan Copper Mine, and the deputy chief engineer of JCC.

Mr. Li Si (李思), aged 38, has a postgraduate degree. He currently serves as the general manager of the legal affairs and risk control department of the Company and a supervisor of JCC.

Ms. Cai Lisi (蔡麗斯), aged 39, is a member of CPC with a postgraduate degree, and a senior economist. She currently serves as the deputy general manager (leading role) of the audit department of the Company. Ms. Cai Lisi served as the customer manager of the credit department, the manager of the general department, the manager of the business department and the manager of the financial market department of JCC Finance Company Limited* (江西銅業集團財務有限公司) and an assistant to the general manager of the audit department of the Company.

Supervisors representing the Staff and Workers

Ms. Gong Bin (鞏彬), aged 46, has a bachelor's degree and is a political engineer. She is currently the deputy secretary to the discipline inspection committee and the director of the party committee inspection office of the Company. Ms. Gong Bin served as the deputy director of the television station of the Company and the deputy secretary of the youth league committee of the Company, and the secretary of the disciplinary committee of Dexing Copper Mine and the processing division of the Company.

Mr. Zhao Bicheng (趙弼城), aged 35, has a bachelor's degree. He is currently the executive vice chairman of the labour union of the Company. Mr. Zhao Bicheng served in the Jiangxi Provincial Fire Brigade and served as the deputy secretary of the youth league committee and the director of the discipline inspection office of the discipline inspection committee of Jiangxi Provincial State-owned Enterprise Assets Management (Holding) Co., Ltd.* (江西省省屬國有企業資產經營(控股)有限公司).

As at the date of this announcement, save as disclosed above, each of the Supervisors Candidates had not held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and had no other major appointments and professional qualifications, and each of the Supervisors Candidates did not have any relationships with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company. Each of the Supervisors Candidates did not have any interest in the Shares within the meaning of Part XV of the SFO.

Subject to the approval of the Shareholders at the AGM, the Company will enter into a service contract or letter of appointment with each of the re-elected Supervisors. The initial length of service will be from the date of the AGM up to the date on which the annual general meeting of the Company for the year of 2026 is to be held. The Company will seek approval from the Shareholders at the AGM for the authorisation to the Board to determine the remuneration of the re-elected Supervisors and the authorisation to any one Director to enter into service contracts or appointment letters with them. It is proposed that, each Supervisor is entitled to receive basic annual remuneration based on the figures of his/her salary for the previous year (tax inclusive), and the Remuneration Committee will, with reference to the then actual results of operation, determine the annual adjustment rate.

For the year ended 31 December 2023, the remunerations of Mr. Zha Keping, Mr. Liu Guobiao, Mr. Li Si, Ms. Gong Bin and Mr. Zhao Bicheng are RMB956,100, RMB956,100, RMB478,100, RMB956,100 and RMB956,100, respectively.

The Board is not aware of any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of the proposed re-election of the Supervisors and there is no other information relating to the Supervisors Candidates which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

(III) AGM

The Company will convene the AGM, at which ordinary resolutions will be proposed to approve, among others, (i) the proposed re-election and new appointment of Directors; and (ii) the proposed re-election of Supervisors. A circular containing, among others, details of the proposed re-election and new appointment of Directors, the proposed re-election of Supervisors and the notice of AGM will be despatched to the Shareholders in due course.

(IV) DEFINITIONS

“AGM”	the annual general meeting of the Company for the year of 2023 to be held in 2024 to consider, among others, the proposed re-election and new appointment of Directors and the proposed re-election of Supervisors
“Articles”	the articles of association of the Company as amended from time to time
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“Company”	Jiangxi Copper Company Limited, a Sino-foreign joint venture joint stock limited company incorporated in the PRC
“Director(s)”	director(s) of the Company
“Environmental, Social and Governance Development Committee”	the environmental, social and governance development committee of the Board
“Group”	the Company and its subsidiaries from time to time

“JCC”	Jiangxi Copper Corporation Limited, a substantial shareholder of the Company, holding approximately 43.72% of the total issued share capital of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China
“Remuneration Committee”	the remuneration committee of the Board
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of RMB1.00 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

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

Nanchang, Jiangxi, PRC, 27 March 2024

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

* *For identification purpose only*