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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker, registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **METALLURGICAL CORPORATION OF CHINA LTD.***, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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METALLURGICAL CORPORATION OF CHINA LTD. *

中國冶金科工股份有限公司

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

(Stock Code: 1618)

**PROPOSED APPROVAL OF THE PROPOSAL ON THE PROVISION OF
A GUARANTEE BY THE SUBSIDIARY OF THE COMPANY
PROPOSED APPROVAL OF THE PROPOSAL ON THE ELECTION OF EXECUTIVE
DIRECTOR OF THE THIRD SESSION OF THE BOARD OF THE COMPANY
PROPOSED APPROVAL OF THE PROPOSAL ON THE ELECTION OF INDEPENDENT NON-
EXECUTIVE DIRECTOR OF THE THIRD SESSION OF THE BOARD OF THE COMPANY
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024**

A letter from the board of directors of the Company (the “**Board**”) is set out on pages 1 to 9 of this circular.

A notice convening the EGM to be held at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the PRC, on Monday, 30 December 2024 at 9:30 a.m., is set out on pages 10 to 12 of this circular. If you intend to appoint a proxy to attend the EGM, please complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17 Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for H Shareholders), not less than 24 hours before the time fixed for the holding of the EGM or any adjourned meeting thereof (excluding any public holiday). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting thereof should you so wish.

If you intend to attend the EGM in person or by proxy, you are required to complete and return the accompanying reply slip to Computershare Hong Kong Investor Services Limited (for H Shareholders) on or before Friday, 27 December 2024.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“A Shares”	domestic shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange and traded in RMB;
“A Shareholder(s)”	holder(s) of A Shares;
“Board” or “Board of Directors”	the board of Directors of the Company;
“China Minmetals”	China Minmetals Corporation* (中國五礦集團有限公司), a state wholly-owned enterprise established in the PRC under the direct control of the State-owned Assets Supervision and Administration Commission of the State Council, and the indirect controlling Shareholder of the Company;
“CMGC”	China Metallurgical Group Corporation* (中國冶金科工集團有限公司), which holds 49.18% interests in the issued Shares of the Company, is the direct controlling Shareholder of the Company and is a wholly-owned subsidiary of China Minmetals;
“Company”	Metallurgical Corporation of China Ltd.* (中國冶金科工股份有限公司), a joint stock company with limited liability incorporated under the laws of the PRC on 1 December 2008;
“Director(s)”	the director(s) of the Company, including all executive, non-executive and independent non-executive directors;
“EGM”	the 2024 first extraordinary general meeting of the Company to be convened and held at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the PRC, on Monday, 30 December 2024 at 9:30 a.m.;
“Group”	the Company and its subsidiaries;
“CRIBC”	Central Research Institute of Building and Construction Co., Ltd.* (中冶建築研究總院有限公司);
“China Jingye”	China Jingye Engineering Co., Ltd.* (中國京冶工程技術有限公司), a subsidiary of CRIBC;

DEFINITIONS

“China Jingye Singapore Branch”	Singapore Branch of China Jingye Engineering Co., Ltd.;
“H Shares”	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars;
“H Shareholder(s)”	holder(s) of H Shares;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Latest Practicable Date”	9 December 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein;
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange;
“PRC”	the People’s Republic of China, but for the purposes of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan;
“RMB”	Renminbi, the lawful currency of the PRC;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“SGD”	Singapore dollar(s), the lawful currency of Singapore;
“Shareholders”	shareholders of the Company; and
“Shares”	share(s) of the Company with a nominal value of RMB1.00 each, which refer(s) to both A Shares and H Shares.

LETTER FROM THE BOARD

METALLURGICAL CORPORATION OF CHINA LTD. *
中國冶金科工股份有限公司

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

(Stock Code: 1618)

Directors:

Mr. Chen Jianguang *(Executive Director)*

Mr. Zhou Jichang *(Independent Non-executive Director)*

Mr. Lang Jia *(Non-executive Director)*

Mr. Liu Li *(Independent Non-executive Director)*

Mr. Ng, Kar Ling Johnny

(Independent Non-executive Director)

Mr. Yan Aizhong *(Non-executive Director)*

*Registered Office/Principal Place of Business
in the PRC:*

MCC Tower

No. 28 Shuguang Xili

Chaoyang District

Beijing, 100028

PRC

Principal Place of Business in Hong Kong:

Room 3205, 32/F

Office Tower Convention Plaza

1 Harbour Road

Wanchai, Hong Kong

13 December 2024

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPROVAL OF THE PROPOSAL ON THE PROVISION OF
A GUARANTEE BY THE SUBSIDIARY OF THE COMPANY
PROPOSED APPROVAL OF THE PROPOSAL ON THE ELECTION OF EXECUTIVE
DIRECTOR OF THE THIRD SESSION OF THE BOARD OF THE COMPANY
PROPOSED APPROVAL OF THE PROPOSAL ON THE ELECTION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE THIRD SESSION OF
THE BOARD OF THE COMPANY
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024**

* *For identification purposes only*

LETTER FROM THE BOARD

The EGM will be held at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the PRC, on Monday, 30 December 2024 at 9:30 a.m.. The notice of the EGM set out in this circular contains details of the resolutions to be proposed at the EGM. The proxy form and reply slip for the EGM are enclosed with this circular.

Ordinary resolutions will be proposed at the EGM to approve (i) the proposal on the provision of a guarantee by the subsidiary of the Company, (ii) the proposal on the election of executive Director of the third session of the Board of the Company, and (iii) the proposal on the election of independent non-executive Director of the third session of the Board of the Company.

1. PROPOSAL ON THE PROVISION OF A GUARANTEE BY THE SUBSIDIARY OF THE COMPANY

Reference is made to the overseas regulatory announcement of the Company dated 29 November 2024 in relation to the guarantees provided by the subsidiary of the Company.

CRIBC, a subsidiary of the Company, intends to provide a performance guarantee in respect of a project with the contract amount of SGD2.01 billion (equivalent to approximately RMB10.9 billion, excluding tax) to China Jingye Singapore Branch, a branch of China Jingye, which is a subsidiary of CRIBC.

A. Overview of the guarantee

China Jingye Singapore Branch has recently won the bid for the design and engineering construction project of Sentosa Marina Hotel (聖淘沙濱海酒店) in Singapore, with the contract amount of SGD2.01 billion (equivalent to approximately RMB10.9 billion, excluding tax) stipulated in the letter of intent. In accordance with the requirements of the bidding documents of the project, CRIBC, as the controlling shareholder of China Jingye, intends to provide a project performance guarantee in its own name to China Jingye Singapore Branch, to ensure the fulfillment of the various contractor's obligations of China Jingye Singapore Branch as agreed. Beijing Boao Huatai Investment Co. Ltd. (北京博奧華泰投資有限公司), the minority shareholder of China Jingye, intends to provide a counter-guarantee to CRIBC in proportion to its shareholding after CRIBC has provided a guarantee to China Jingye Singapore Branch.

LETTER FROM THE BOARD

B. Basic information on the guaranteed party

(I) Basic information on China Jingye

- (1) Date of establishment: May 1992
- (2) Registered address: No. 33 Xitucheng Road, Haidian District, Beijing
- (3) Principal place of business: No. 33 Xitucheng Road, Haidian District, Beijing
- (4) Registered capital: RMB690 million
- (5) Authorised representative: Zhang Jian
- (6) Main business: construction engineering design; construction engineering survey; external project contracting; engineering management services; engineering technology services; new material technology research and development, etc.
- (7) Substantial shareholders: 94.00093% held by CRIBC, 5.99907% held by Beijing Boao Huatai Investment Co. Ltd.
- (8) Key financial indicators: As of 31 October 2024, the total assets of China Jingye amounted to RMB4,887 million, total liabilities amounted to RMB3,633 million, net assets amounted to RMB1,254 million. From January to October 2024, operating revenue amounted to RMB4,702 million and net profit amounted to RMB4 million.

(II) Basic information on China Jingye Singapore Branch

- (1) Date of establishment: July 2006
- (2) Registration place: Singapore
- (3) Principal place of business: 21 Bukit Batok Crescent, #19-77 Wcega Tower, Singapore (658065)
- (4) Main business: project contracting and professional subcontracting

LETTER FROM THE BOARD

C. Major content of the guarantee agreement

Guarantee	Guarantor	Project owner	Type of guarantee	Amount guaranteed	Term of guarantee
China Jingye Singapore Branch	CRIBC	Resorts World Sentosa Co., Ltd. (聖淘沙名勝世界有限公司)	Joint liability assurance	The contract amount of the project is SGD2.01 billion, and the specific guarantee amount is subject to all sums, liabilities, verdicts, losses, damages, costs, etc., payable or likely to be payable by the contractor to the owner	The project duration is 54 months from 19 August 2024, and the guarantor will provide a guarantee for a period of time until all of the contractor's obligations have been fully satisfied, performed, paid, or discharged

D. Necessity and reasonableness of the guarantee

The provision of a parent company guarantee by CRIBC for the performance of the project by China Jingye Singapore Branch is a clear requirement in the project bidding documents and is also a common industry practice for similar projects implemented in the region. The Sentosa Marina Hotel project is an important real estate development project in Singapore. The implementation of the project is conducive to enhancing the Company's brand influence and market competitiveness in Singapore and the Southeast Asian region, which is in line with the Company's development strategy and overall interests. The overall solvency and credit status of the guaranteed party, China Jingye Singapore Branch, are good, and the Company has control over its operation and management, finance and capital, etc. The risk of the guarantee is controllable, and there are no circumstances that would prejudice the interests of the Company and its Shareholders, especially minority Shareholders. Meanwhile, Beijing Boao Huatai Investment Co. Ltd., the minority shareholder of China Jingye, will provide a counter-guarantee to CRIBC in proportion to its shareholding, to further reduce the guarantee risk of the Company.

The proposal has been considered and approved at the 65th meeting of the third session of the Board, which is now proposed for consideration and approval at the EGM.

LETTER FROM THE BOARD

2. PROPOSAL ON THE ELECTION OF EXECUTIVE DIRECTOR OF THE THIRD SESSION OF THE BOARD OF THE COMPANY

Reference is made to the announcement of the Company dated 29 November 2024 in relation to the nomination of Mr. Bai Xiaohu (“**Mr. Bai**”) as the executive Director of the Company.

The Board held a meeting on 29 November 2024 to consider and approve the proposal in relation to the nomination of Mr. Bai as the executive Director of the third session of the Board of the Company by CMGC, the controlling Shareholder of the Company. The Board hereby submits such proposal to the EGM for consideration and approval.

The biographical details of Mr. Bai are as follows:

Mr. Bai, born in January 1968, Chinese nationality with no right of abode overseas, and is currently the member of the Standing Committee of the Party Committee and the vice president of the Company. Mr. Bai successively served as deputy chief economist of the operation department, deputy director of the marketing department, deputy manager of the project department of the Guangzhou Higher Education Mega Center, manager at Guangzhou branch and manager of the engineering project department of Guangzhou Higher Education Mega Center, general manager of the south China branch, general manager of the Guangzhou branch, and secretary of its General Party Branch in Shanghai Baoye Construction Co., Ltd.* (上海寶冶建設公司); assistant to general manager and head of the general contracting department, deputy general manager of Shanghai Baoye Group Corp., Ltd.* (上海寶冶集團有限公司); and general manager of the Henan branch of the Company* (中國中冶河南分公司). From October 2015 to October 2016, he served as chairman of the board of directors, general manager, deputy secretary of the party committee and secretary of the party committee in China Metallurgical Oriental Holdings Corp., Ltd.* (中冶東方控股有限公司), and general manager of the Henan branch of the Company* (中國中冶河南分公司). From October 2016 to March 2017, he served as director, general manager and deputy secretary of the party committee of Shanghai Baoye Group Corp., Ltd.* (上海寶冶集團有限公司) and chairman of the board of directors, general manager, and secretary of the party committee in China Metallurgical Oriental Holdings Corp., Ltd.* (中冶東方控股有限公司) and general manager of the Henan branch of the Company* (中國中冶河南分公司). From March 2017 to October 2020, he served as chairman of the board of directors and secretary of the party committee of Shanghai Baoye Group Corp., Ltd.* (上海寶冶集團有限公司), and he has been serving as vice president of the Company since August 2020. Mr. Bai majored in industrial electrical automation at the Automation Control Department of Xi’an University of Architecture and Technology* (西安冶金建築學院), from which he graduated with a bachelor’s degree in engineering. Currently, Mr. Bai is a professorate senior engineer and senior economist.

LETTER FROM THE BOARD

The term of office of Mr. Bai will commence from the date on which such proposal is considered and approved at the EGM, and will end on the expiry date of the third session of the Board of the Company. The remuneration of Mr. Bai as a Director will be in line with the relevant regulations of the PRC and the authorization from the general meeting (if necessary). The Company will disclose the relevant information in its annual report in due course.

Save as disclosed above, Mr. Bai has confirmed that (i) he does not hold any other position in any member of the Group; (ii) he has no any relationship with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iii) he has not held any directorship in any other listed companies during the past three years. As of the Latest Practicable Date, Mr. Bai, as a beneficial owner, has no interest in the Shares of the Company within the meaning of Part XV of the SFO. Mr. Bai has not been penalised by the securities regulatory authority of the State Council and other departments or punished by any stock exchange.

Save as disclosed above, there is no other information in respect of the election of Mr. Bai that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders.

3. PROPOSAL ON THE ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE THIRD SESSION OF THE BOARD OF THE COMPANY

Reference is made to the announcement of the Company dated 29 November 2024 in relation to the nomination of Ms. Zhou Guoping (“**Ms. Zhou**”) as the independent non-executive Director of the Company.

The Board held a meeting on 29 November 2024 to consider and approve the proposal in relation to the nomination of Ms. Zhou as the independent non-executive Director of the third session of the Board of the Company by CMGC, the controlling Shareholder of the Company. The Board hereby submits such proposal to the EGM for consideration and approval.

LETTER FROM THE BOARD

The biographical details of Ms. Zhou are as follows:

Ms. Zhou, born in February 1960, Chinese nationality with no right of abode overseas. From March 1992 to September 1996, Ms. Zhou successively served as deputy director of the comprehensive planning department, assistant director and director of the comprehensive planning department and the planning and finance department of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from September 1996 to October 1999, she served as the deputy manager of the planning and finance department and the fund management department of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from October 1999 to October 2003, she successively served as the manager of the planning and finance department and the finance department, and the general manager of the finance department of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from October 2003 to December 2009, she served as the assistant to the general manager of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from December 2009 to January 2015, she served as the chief economist of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from January 2015 to September 2016, she served as the chief economist and general counsel of China National Building Material Group Co., Ltd.* (中國建材集團有限公司); from September 2016 to February 2020, she served as the chief economist of China National Building Material Group Co., Ltd.* (中國建材集團有限公司). Ms. Zhou graduated from Wuhan Institute of Building Materials Industry* (武漢建築材料工業學院) with a bachelor's degree in engineering majoring in Building Materials Machinery and later obtained an EMBA degree from Xiamen University* (廈門大學), and is qualified as a professor-grade senior engineer.

The term of office of Ms. Zhou will commence from the date on which such proposal is considered and approved at the EGM, and will end on the expiry date of the third session of the Board of the Company. The remuneration of Ms. Zhou as a Director will be in line with the relevant regulations of the PRC and the authorization from the general meeting (if necessary). The Company will disclose the relevant information in its annual report in due course.

Save as disclosed above, Ms. Zhou has confirmed that (i) she does not hold any other position in any member of the Group; (ii) she has no any relationship with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iii) she has not held any directorship in any other listed companies during the past three years. As of the Latest Practicable Date, Ms. Zhou, as a beneficial owner, has no interest in the Shares of the Company within the meaning of Part XV of the SFO. Ms. Zhou has not been penalised by the securities regulatory authority of the State Council and other departments or punished by any stock exchange. Ms. Zhou has confirmed that she meets the independence criteria pursuant to Rule 3.13 of the Listing Rules.

Save as disclosed above, there is no other information in respect of the election of Ms. Zhou that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders.

LETTER FROM THE BOARD

In reviewing the structure of the Board, the nomination committee will consider the Board diversity from a number of aspects, including but not limited to cultural, gender, educational background, professional experience, skills and knowledge. All appointments of Board members will be based on meritocracy, and candidates will be considered against criteria including talents, skills and experience as may be necessary for the operation of the Board as a whole, with a view to maintaining a sound balance of the Board's composition.

The nomination committee is of the view that Mr. Bai is qualified and capable of serving as an executive Director of the Company; Ms. Zhou has extensive professional knowledge and is familiar with relevant laws, administrative regulations, rules and regulations, and has the necessary time and energy to fulfill the duties of an independent non-executive Director of the Company. Her qualifications, educational background, work experience and business abilities meet the requirements for serving as an independent non-executive Director of the Company, and she is capable of promoting the achievement of the Board's diversity objectives. As such, on 29 November 2024, the nomination committee nominated Mr. Bai and Ms. Zhou to the Board for election by Shareholders at the EGM.

4. EGM

A form of proxy and reply slip applicable for the EGM are enclosed with this circular.

In order to ascertain the Shareholders who will be qualified to attend and vote at the EGM, the H share register of members of the Company will be closed from Monday, 23 December 2024 to Monday, 30 December 2024 (both days inclusive). All completed transfer documents together with the relevant share certificate(s) must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 20 December 2024 for registration. Details of the EGM are set out in the notice dated 13 December 2024.

If you intend to appoint a proxy to attend the EGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon. In order to be valid, the form of proxy together with the power of attorney or other authorization document (if any) shall be deposited at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders), not less than 24 hours before the time appointed for holding of the EGM (excluding any public holiday). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

LETTER FROM THE BOARD

For information purpose, H Shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or before Friday, 27 December 2024 by hand, by post or by fax.

5. VOTING BY WAY OF POLL

In accordance with the articles of association of the Company and the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of the EGM will be voted by way of poll. Voting results will be uploaded to the website of the Company (www.mccchina.com) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk) as soon as possible after the conclusion of the EGM.

6. GENERAL RECOMMENDATION

The Directors are of the opinion that the proposed resolutions set out in the notice of the EGM are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of these proposed resolutions.

Yours faithfully

By order of the Board

Metallurgical Corporation of China Ltd.*

Chen Jianguang

Chairman and Executive Director

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

METALLURGICAL CORPORATION OF CHINA LTD. * 中國冶金科工股份有限公司

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

(Stock Code: 1618)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

NOTICE IS HEREBY GIVEN that the 2024 first extraordinary general meeting (the “**EGM**”) of Metallurgical Corporation of China Ltd.* (the “**Company**”) will be held at MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the People's Republic of China on Monday, 30 December 2024 at 9:30 a.m. to consider and, if thought fit, pass (with or without amendments) the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the proposal on the provision of a guarantee by the subsidiary of the Company;
2. To consider and approve the proposal on the election of executive director of the third session of the board of directors of the Company; and
3. To consider and approve the proposal on the election of independent non-executive director of the third session of the board of directors of the Company.

By order of the Board
Metallurgical Corporation of China Ltd.*
Wang Zhen
Joint Company Secretary

Beijing, the PRC
13 December 2024

* *For identification purposes only*

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

Notes:

- (1) In order to determine the list of shareholders who are entitled to attend the EGM, the registers of members of the Company will be closed from Monday, 23 December 2024 to Monday, 30 December 2024, both days inclusive, during which period no transfer of shares will be effected. In order to attend and vote at the EGM, H shareholders whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at or before 4:30 p.m. on Friday, 20 December 2024.
- (2) A shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Where a shareholder appoints more than one proxy, his/her proxies may only vote by poll.
- (3) The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorized in writing. If the shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If that instrument is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
- (4) In order to be valid, the form of proxy together with the power of attorney or other authorization document (if any) must be returned to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited (for H shareholders) and to the Company's office of the board of directors (for A shareholders) not less than 24 hours before the EGM (excluding any public holiday).
- (5) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the death or loss of capacity of the appointer, or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of shares in respect of which the proxy is given, provided that no notice in writing of the aforementioned matters shall have been received by the Company prior to the commencement of the EGM.
- (6) For information purpose only, shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited (for H shareholders) and to the office of the board of directors of the Company (for A shareholders) on or before Friday, 27 December 2024 by hand, by post or by fax.
- (7) The address and contact details of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, are as follows:

Shops 1712–16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990
- (8) The address and contact details of the office of the board of directors of the Company are as follows:

MCC Tower, No. 28 Shuguang Xili, Chaoyang District, Beijing, 100028, the PRC
Tel: (8610) 5986 8666
Fax: (8610) 5986 8999

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

- (9) In accordance with the Company's articles of association, where two or more persons are registered as the joint holders of any share, only the person whose name appears first in the register of members shall be entitled to receive this notice, attend and exercise all the voting rights attached to such share at the EGM, and this notice shall be deemed to be given to all joint holders of such share.
- (10) The EGM is expected to take less than two hours. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.

As at the date of this notice, the board of directors of the Company comprises executive Director: Mr. Chen Jianguang; non-executive Directors: Mr. Lang Jia and Mr. Yan Aizhong (employee representative director); and independent non-executive Directors: Mr. Zhou Jichang, Mr. Liu Li and Mr. Ng, Kar Ling Johnny.