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JINCHUAN 金川

JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD

金川集團國際資源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2362)

PASSING AWAY OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is deeply saddened to announce that Mr. Wu Chi Keung, an independent non-executive director, chairman of the audit committee, chairman of the remuneration and nomination committee and a member of the risk management committee of the Company, passed away on 12 October 2021.

The board (the “**Board**”) of directors (the “**Directors**” each a “**Director**”) of Jinchuan Group International Resources Co. Ltd (the “**Company**”) is deeply saddened to announce that Mr. Wu Chi Keung (“**Mr. Wu**”), an independent non-executive director, chairman of the audit committee, chairman of the remuneration and nomination committee and a member of the risk management committee, passed away on 12 October 2021.

The Board expresses its deepest sorrow for Mr. Wu’s departure. Mr. Wu had been a director of the Company since 2011. The Board would like to express its most sincere gratitude for Mr. Wu’s valuable contributions to the Company during his long tenure of office. The Board expresses its heartfelt condolences to Mr. Wu’s family.

NON-COMPLIANCE WITH THE LISTING RULES IN RELATION TO THE BOARD COMPOSITION

Following the passing away of Mr. Wu,

- (i) the total number of independent non-executive directors of the Company accounts for less than one-third of Board members, and hence the Company fails to meet the requirement of Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”);
- (ii) the number of independent non-executive Directors fall below the minimum of three as number required under Rule 3.10(1) of the Listing Rules;

- (iii) the audit committee and the remuneration and nomination committee are not chaired by an independent non-executive director as required under Rules 3.21 and 3.25 of the Listing Rules respectively;
- (iv) the remuneration and nomination committee has four members, with two of whom are Independent Non-executive Directors, and hence the Company does not meet the requirements of Rule 3.25 of the Listing Rules as the committee does not comprise a majority of Independent Non-executive Directors as members.

The Board is in the process of identifying suitable candidate(s) to fill the vacancies and will use its best endeavours to ensure that the appointment of suitable candidate(s) as soon as practicable and, in any event, within three months from the date of the passing way of Mr. Wu pursuant to Rules 3.11 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board
Jinchuan Group International Resources Co. Ltd
Wong Hok Bun Mario
Company Secretary

Hong Kong, 15 October 2021

As at the date of this announcement, the Board comprises two executive directors, namely Mr. Gao Tianpeng and Mr. Cheng Yonghong; three non-executive directors, namely Mr. Zhang Youda, Mr. Liu Jian and Mr. Wang Qiangzhong; and two independent non-executive directors, namely Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok.