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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)

**(1) RESIGNATION OF A NON-EXECUTIVE DIRECTOR;
(2) CHANGE OF CHAIRPERSON; AND
(3) CHANGE OF COMPOSITION OF THE BOARD COMMITTEES**

RESIGNATION OF A NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Jinchuan Group International Resources Co. Ltd (the “**Company**”, together with its subsidiaries collectively referred to as the “**Group**”) hereby announces that due to the reallocation of work of the ultimate holding company of the Company, 金川集團股份有限公司 (Jinchuan Group Co., Ltd*) (“**JCG**”), Ms. Cai Juan (“**Ms. Cai**”) will resign as the non-executive Director, the chairlady of the Board, the chairlady of the Strategy and Investment Committee of the Company, and a member of each of the Audit Committee, the Risk Management Committee and the Remuneration and Nomination Committee of the Company, with effect from 21 April 2022.

Ms. Cai confirmed that she has no disagreement with the Board and there are no other matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company or to The Stock Exchange of Hong Kong Limited.

APPOINTMENT OF CHAIRMAN

The Board is pleased to announce that Mr. Cheng Yonghong (“**Mr. Cheng**”), an executive Director, has been appointed as the chairman of the Board with effect from 21 April 2022.

Biography of Mr. Cheng

Mr. Cheng, aged 52, was appointed as an executive Director with effect from 21 April 2020. Mr. Cheng graduated in 1992 from University of Science and Technology Beijing with a degree in Ferrous Metallurgy. During his 29-year career, Mr. Cheng has served in various positions in JCG including as the Deputy Plant Manager of the Smelter of JCG (from February 2010 to December 2011), the Deputy Plant Manager of the Nickel Plant of JCG (from December 2011 to January 2013), the Plant Manager of the Copper Plant of JCG (January 2013 to April 2015). Mr. Cheng joined the Group as a director of Metorex (Proprietary) Limited, a wholly-owned subsidiary of the Company, in April 2015. He served as the General Manager of Ruashi Mining SAS, a non wholly-owned subsidiary of the Company from April 2015 to March 2020. Since 1 April 2020, Mr. Cheng serves as the Chairman and Chief Executive Officer of Metorex (Proprietary) Limited, and also the Head of the African Region of JCG. He is a technical professional with extensive operational management experience in nonferrous pyrometallurgy and hydrometallurgy.

Other information

Mr. Cheng has entered into a letter of appointment dated 20 April 2020 with the Company for an initial term commencing from 21 April 2020 to 20 April 2023, subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the articles of association of the Company. Mr. Cheng's remuneration as an executive director shall be determined with reference to his duties and responsibilities with the Group. No director's fee will be paid to Mr. Cheng in respect of his appointment as an executive Director and Chairman of the Board.

Save as disclosed above and as at the date of this announcement, Mr. Cheng does not (i) hold any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) have any relationship with any other directors, senior management, substantial shareholder or controlling shareholder of the Company; and (iii) hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") regarding Mr. Cheng's appointment as Chairman of the Board.

CHANGE OF BOARD COMMITTEE MEMBERS

The Board further announces that:

- (a) Ms. Cai has resigned as the chairlady of the Strategy and Investment Committee of the Company, and a member of each of the Audit Committee, the Risk Management Committee and the Remuneration and Nomination Committee of the Company; and,
- (b) Mr. Cheng has been appointed as the chairman of the Strategy and Investment Committee of the Company, and a member of each of the Audit Committee, the Risk Management Committee and the Remuneration and Nomination Committee of the Company.

The aforementioned changes will take effect from 21 April 2022.

The Board would like to extend its warm welcome to Mr. Cheng for his new appointment, and also express its sincere gratitude to Ms. Cai for her contributions to the Company during her term of office.

NON-COMPLIANCE WITH THE LISTING RULES IN RELATION TO DIVERSITY OF BOARD MEMBERS

Following the resignation of Ms. Cai, the diversity of Board members has not been achieved with a single gender board, and hence the Company fails to meet the requirement of Rule 13.92 of the Listing Rules.

The Board is in the process of identifying suitable candidate(s) to fill the vacancies 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 resignation of Ms. Cai pursuant to Rule 13.92 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

* *for identification purposes only*

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

Hong Kong, 20 April 2022

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 Ms. Cai Juan, Mr. Liu Jian and Mr. Wang Qiangzhong; and three independent non-executive directors, namely Mr. Yen Yuen Ho, Tony, Mr. Poon Chiu Kwok and Mr. Yu Chi Kit.