中國五礦

五礦地產
MINMETALS LAND

五礦地產有限公司
MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

IN THE SUPREME COURT OF BERMUDA CIVIL JURISDICTION
COMMERCIAL COURT 2025 NO. 323
IN THE MATTER OF
MINMETALS LAND LIMITED (五礦地產有限公司)
AND
IN THE MATTER OF SECTION 99 OF THE COMPANIES ACT 1981 OF BERMUDA

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 9 January 2026 (the "**Order**") made in the above matter, the Supreme Court of Bermuda (the "**Court**") has directed a meeting (the "**Court Meeting**") of the Scheme Shareholders (as defined in the Scheme mentioned below) to be convened and held for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement (the "**Scheme**") proposed to be made between Minmetals Land Limited (五礦地產有限公司) (the "**Company**") and the Scheme Shareholders and that the Court Meeting will be held at 10:00 a.m. on Monday, 9 February 2026 (Hong Kong time) at Picasso Room, Basement 1, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong at which all Scheme Shareholders are invited to attend.

The Scheme and the explanatory statement required by Section 100 of the Companies Act 1981 of Bermuda (as amended) are part of the composite scheme document dated 16 January 2026 (the "**Scheme Document**"), which also includes this notice and other information, and has been despatched to the Scheme Shareholders. A copy of the Scheme Document can also be obtained by the Scheme Shareholders from the Company's branch share registrar and transfer agent in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, during usual business hours.

Scheme Shareholders may vote in person at the Court Meeting or they may appoint another person (who must be an individual), whether a member of the Company or not, as their proxy to attend, speak and vote in their stead. A proxy need not be a member of the Company but must attend the meeting. A **PINK** form of proxy for use at the Court Meeting is enclosed with the Scheme Document. Completion and return of a form of proxy will not preclude a Scheme Shareholder from attending and voting in person at the meeting, or any adjournment thereof, if he/she so wishes and in such event, the **PINK** form of proxy previously submitted will be revoked by operation of law.

In the case of joint registered holders of a Scheme Share (as defined in the Scheme), any one of such persons may vote at the Court Meeting, either personally or by proxy, in respect of such Scheme Share as if he/she was solely entitled thereto. However, if more than one of such joint holders is present at the Court Meeting in person or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s). For this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

In the case of a Scheme Shareholder which is a corporation, the Scheme Shareholder may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its corporate representative at the Court Meeting and exercise the same powers on behalf of the corporate Scheme Shareholder as if the corporate Scheme Shareholder was an individual Scheme Shareholder of the Company.

The **PINK** form of proxy for use at the Court Meeting, together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, must be lodged at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 10:00 a.m. on Saturday, 7 February 2026 or not less than 48 hours before the time for holding the Court Meeting or any adjournment or postponement thereof. Alternatively, the **PINK** form of proxy may be handed to the chairman of the Court Meeting at the Court Meeting (who shall have absolute discretion as to whether or not to accept it).

By the Order, the Court has appointed any independent non-executive director of the Company to act as chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the proceedings of and the results of the Court Meeting to the Court.

The Scheme is subject to the subsequent sanction of the Court.

Dated: 16 January 2026

By Order of the Board
Minmetals Land Limited (五礦地產有限公司)

Registered office: Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda

Head office and principal place of business: 18th Floor, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong

Notes:

1. Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Scheme Document of which this notice forms part shall have the same meanings when used in this notice.

2. All resolutions put to vote at the Court Meeting will be decided by way of poll pursuant to the Listing Rules and the Takeovers Code.

3. For the purpose of determining the entitlement of the Scheme Shareholders to attend and vote at the Court Meeting, the register of members of the Company will be closed from Wednesday, 4 February 2026 to Monday, 9 February 2026 (both days inclusive) and, during such period, no transfer of shares of the Company will be effected. In order to qualify to attend and vote at the Court Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer agent in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration by no later than 4:30 p.m. on Tuesday, 3 February 2026.

4. If any severe weather condition is in force in Hong Kong at any time after 8:00 a.m. (Hong Kong time) on the date of the Court Meeting, the Court Meeting will be adjourned or postponed in accordance with the memorandum of association and amended and restated bye-laws of the Company. The Company will post an announcement on the respective websites of the Stock Exchange at www.hkexnews.hk and the Company at www.minmetalsland.com to notify the Scheme Shareholders of the date, time and venue of the rescheduled Court Meeting.

5. In case of any inconsistency, the English version of this notice shall prevail.

As at the date of this notice, the Board comprises eight Directors, namely Mr. Dai Pengyu (acting chairman), Mr. Chen Xingwu and Mr. Yang Shangping as executive Directors, Ms. He Xiaoli and Mr. Huang Guoping as non-executive Directors, and Ms. Law Fan Chiu Fun, Fanny, Professor Wang Xiuli and Mr. Su Terry Lumin as independent non-executive Directors.