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五礦地產
MINMETALS LAND

中國五礦

五礦地產有限公司
MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of Minmetals Land Limited (五礦地產有限公司) (the “**Company**”) will be held at Picasso Room, Basement 1, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Monday, 9 February 2026 at 10:30 a.m. (Hong Kong time) or, if later, as soon as practicable after the conclusion or adjournment of the Court Meeting (as defined in the Scheme Document (as defined below)) convened at the direction of the Supreme Court of Bermuda (the “**Court**”) for the purpose of considering and, if thought fit, passing with or without modification, the following resolution as a special resolution. Unless otherwise defined, capitalised terms used in this notice shall have the same meaning ascribed to them in the composite scheme document of the Company and the Offeror (as defined in the Scheme Document (as defined hereinafter)) dated 16 January 2026 (the “**Scheme Document**”) of which this notice forms part.

SPECIAL RESOLUTION

“**THAT**, (a) for the purposes of giving effect to the Scheme between the Company and the Scheme Shareholders as set out in the Scheme Document and subject to the approval of the Scheme by the Scheme Shareholders at the Court Meeting, on the Effective Date, any reduction of the issued share capital of the Company associated with the cancellation of the Scheme Shares be and is hereby approved; (b) subject to and contemporaneously with the cancellation of the Scheme Shares in (a) above, the issued share capital of the Company shall be maintained by the allotment and issue to the Offeror of such number of new shares of the Company, credited as fully paid, as is equal to the number of the Scheme Shares cancelled; and the credit arising in the books of account of the Company as a result of the cancellation of the Scheme Shares shall be applied in paying up in full the new shares of the Company so allotted and issued to the Offeror; (c) subject to the Scheme taking effect, the withdrawal of listing of the shares of the Company on The

Stock Exchange of Hong Kong Limited be approved, and any one director of the Company be authorised to make application to The Stock Exchange of Hong Kong Limited in respect of such withdrawal; and (d) any one of the directors of the Company be and is hereby authorised to do all acts and things as considered by him to be necessary or desirable in connection with the implementation of the Proposal, including, without limitation, the giving of consent to any modification of, or addition to, the Scheme, which the Court may see fit to impose and to do all other acts and things as considered by him to be necessary or desirable in connection with the Proposal or in order to give effect to the Proposal.”

By Order of the Board
Minmetals Land Limited (五礦地產有限公司)
Tang Ying Kit
Company Secretary

Hong Kong, 16 January 2026

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 SGM will be decided by way of poll pursuant to the Listing Rules and the Takeovers Code.
3. Any member of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his/her proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company. If more than one proxy is appointed, the number of shares of the Company in respect of which each such proxy is appointed must be specified in the relevant form of proxy. Every member present in person or by proxy shall be entitled to one vote for each share held by him or her.
4. In order to be valid, the **WHITE** form of proxy for use at the SGM must be duly completed and signed in accordance with the instructions printed thereon and deposited together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, at 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, not later than 10:30 a.m. on Saturday, 7 February 2026 or not less than 48 hours before the time for holding the SGM or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the SGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

5. For the purpose of determining the entitlement to attend and vote at the SGM, 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 SGM, 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.
6. Where there are joint holders of any share of the Company, any one of such persons may vote at the SGM either in person or by proxy, in respect of such share of the Company as if he were solely entitled thereto, but if more than one of such joint holders is present at the SGM in person or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of such joint holding.
7. 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 SGM, the SGM 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 Shareholders of the date, time and venue of the rescheduled SGM.
8. References to time and dates in this notice are to Hong Kong time and dates.
9. 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.