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中广核矿业有限公司\*  
CGN Mining Company Limited

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 01164)**

**CHANGES IN INDEPENDENT NON-EXECUTIVE DIRECTORS;  
CHANGES IN THE COMPOSITION OF BOARD COMMITTEES;  
COMPLIANCE WITH RULE 13.92(2) OF THE LISTING RULES;  
AND  
CHANGE IN JOINT COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVE**

**1. CHANGES IN INDEPENDENT NON-EXECUTIVE DIRECTORS**

**Resignation of an Independent Non-Executive Director**

The board (the “**Board**”) of directors (“**Director(s)**”) of CGN Mining Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 22 June 2026, Mr. Gao Pei Ji (“**Mr. Gao**”) has resigned as an independent non-executive Director, a member of the nomination committee of the Board (the “**Nomination Committee**”), a member of the remuneration committee of the Board (the “**Remuneration Committee**”) and a member of the environment, social and governance committee of the Board (the “**ESG Committee**”) of the Company due to retirement.

Mr. Gao has confirmed that he has no disagreement with the Board and there are no other matters in respect of his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholder(s)**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Gao for his contributions to the Company during his tenure of office.

**Appointment of an Independent Non-Executive Director**

The Board is pleased to announce that with effect from 22 June 2026, Ms. Ng Florence Man Shan (“**Ms. Ng**”) has been appointed as an independent non-executive Director.

The biographical details of Ms. Ng are as follows:

Ms. Ng, aged 38, is a Certified Public Accountant in Hong Kong and a Type 6 (advising on corporate finance) responsible officer under the Securities and Futures Commission of Hong Kong. Ms. Ng has served as an Associate Director and a Type 6 (advising on corporate finance) responsible officer at Grand Moore Capital Limited since January 2020. In addition, from January 2012 to August 2019, she successively served at several financial advisory firms with her last position as a senior manager and a Type 6 (advising on corporate finance) responsible officer; from December 2009 to January 2012, she served as an accountant/ senior accountant at Ernst & Young Tax Services Limited. Ms. Ng obtained a bachelor's degree of Business Administration in Accounting and Finance from the University of Hong Kong in December 2009.

The appointment of Ms. Ng was made following a selection and appointment process in which the Company has taken into account various factors in respect of the composition and diversity of the Board, including but not limited to gender, age, cultural background, educational qualifications, expertise, and industry and regional experience, as well as her experience and contributions to be brought to the Board.

Ms. Ng has entered into a service contract with the Company for an initial term of three years commencing from 22 June 2026, subject to retirement and re-election as required by the Articles of Association of the Company, and will continue thereafter until terminated by not less than three months' notice in writing served by either party to the other. Ms. Ng is entitled to a director's fee of HK\$120,000 per annum pursuant to the service contract, which has been determined with reference to her duties and the remuneration policy of the Company.

As at the date of this announcement and to the knowledge of the Board, the Board considers that Ms. Ng meets the independence guidelines set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and is independent in accordance with the terms of the guidelines. Ms. Ng has confirmed that (a) she meets the independence criteria set out in Rules 3.13(1) to (8) of the Listing Rules; (b) she has not had, and does not have, any financial or other interest in the business of the Company or its subsidiaries, nor does she have any connection with any core connected person of the Company (as defined in the Listing Rules); and (c) there are no other factors that might affect her independence.

Save as disclosed above, as at the date of this announcement, Ms. Ng: (i) did not have any other relationship with any other director, senior management or substantial or controlling shareholders of the Company (within the definition of the Listing Rules); (ii) did not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (iii) did not hold any other position with any member of the Group; (iv) had not held any directorship in any other companies listed in Hong Kong or overseas in the last three years; (v) had no other major appointment or professional qualification; and (vi) had no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders.

Pursuant to the Articles of Association of the Company, Ms. Ng shall hold office until the next annual general meeting of the Company where she shall be eligible for re-election. Ms. Ng shall be subject to retirement by rotation thereafter and shall then be eligible for re-election.

The Board would like to take this opportunity to warmly welcome Ms. Ng for joining the Board.

## 2. CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 22 June 2026, the details of changes in the composition of the committees under the Board are as follows:

- (1) Mr. Gao has resigned as a member of each of the Nomination Committee, the Remuneration Committee and the ESG Committee;
- (2) Mr. Wang Xianfeng, a non-executive Director, has resigned as a member of the audit committee of the Board (the “**Audit Committee**”) and the chairman of the Nomination Committee;
- (3) Ms. Ng, an independent non-executive Director, has been appointed as a member of each of the Audit Committee, the Nomination Committee, the Remuneration Committee and the ESG Committee; and
- (4) Mr. Wu Yingpeng, an independent non-executive Director, has been re-designated from a member of the Nomination Committee to the chairman of the Nomination Committee.

As at the date of this announcement, the latest membership information of the committees under the Board is as follows:

- (1) Audit Committee: Mr. Zhang Yuntao (Chairman), Mr. Wu Yingpeng and Ms. Ng Florence Man Shan
- (2) Remuneration Committee: Mr. Wu Yingpeng (Chairman), Mr. Zhang Yuntao and Ms. Ng Florence Man Shan
- (3) Nomination Committee: Mr. Wu Yingpeng (Chairman), Mr. Zhang Yuntao and Ms. Ng Florence Man Shan
- (4) ESG Committee: Mr. Li Jie (Chairman) and Ms. Ng Florence Man Shan

### 3. COMPLIANCE WITH RULE 13.92(2) OF THE LISTING RULES

References are made to the announcements of the Company dated 13 February 2026, 14 May 2026 and 2 June 2026 in relation to, among others, the non-compliance with Rule 13.92(2) of the Listing Rules, which requires that diversity shall not be achieved with a single gender board.

Following the appointment of Ms. Ng as an independent non-executive Director and a member of the Nomination Committee, the Company has complied with the abovementioned requirements of the Listing Rules and the code provision of paragraph B.3.5 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules regarding gender diversity on the Nomination Committee.

### 4. CHANGE IN JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board hereby announces that Ms. Lai Siu Kuen (“**Ms. Lai**”) has resigned as (i) a joint company secretary of the Company (the “**Joint Company Secretary**”); and (ii) an authorised representative of the Company (the “**Authorised Representative**”) as required under Rule 3.05 of the Listing Rules due to adjustment of work arrangement, with effect from 22 June 2026. The Board further announces that, following the resignation of Ms. Lai, Ms. Wong Pui Kiu Ingrid (“**Ms. Wong**”) has been appointed as the Joint Company Secretary and the Authorised Representative with effect from 22 June 2026.

Ms. Wong is currently a senior manager of Company Secretarial Services of Tricor Services Limited. Ms. Wong has over 10 years’ experience in the corporate secretarial and legal advisory services. Ms. Wong is a Chartered Secretary, a Chartered Governance Professional and an associate of both The Hong Kong Chartered Governance Institute (HKCGI) and The Chartered Governance Institute (CGI) in the United Kingdom.

Ms. Lai has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

After the aforesaid changes, Mr. She Dong (“**Mr. She**”) will continue to serve as the other Joint Company Secretary and Mr. Qiu Bin (“**Mr. Qiu**”) will continue to serve as the other Authorised Representative. Biographical details of Mr. She and Mr. Qiu, together with other information which is required to be disclosed pursuant to the Listing Rules were set out in the section headed “Corporate Governance Report” of the Company’s annual report published on 27 April 2026. As at the date of this announcement, there has been no change to such information.

The Board would like to take this opportunity to express its gratitude to Ms. Lai for her contribution to the Company during her tenure of office and express its warmest welcome to Ms. Wong for taking up the appointment.

By Order of the Board  
**CGN Mining Company Limited**  
**Wang Xianfeng**  
*Chairman*

Hong Kong, 22 June 2026

*As at the date of this announcement, the Board comprises a non-executive director: Mr. Wang Xianfeng (chairman); two executive directors: Mr. Qiu Bin (chief executive officer) and Mr. Li Jie; and three independent non-executive directors: Mr. Zhang Yuntao, Mr. Wu Yingpeng and Ms. Ng Florence Man Shan.*

\* *For identification purpose only*