

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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

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

**(Stock Code: 01164)**

**(1) Resignation of Non-executive Director, Company Secretary  
and Authorised Representative**

**(2) Appointment of Joint Company Secretaries and Waiver from Strict Compliance  
with Rules 3.28 and 8.17 of the Listing Rules**

**(3) Appointment of Chairman of the Board and Change in Composition of  
Board Committees**

**(4) Appointment of Authorised Representative**

The Board announces that:

- Mr. Yu Zhiping has resigned as a non-executive Director and has ceased to be the chairman of the Board, the chairman of the Nomination Committee and a member of the Remuneration Committee with effect from 27 September 2021.
- Ms. Zheng Xiaowei has retired and ceased to act as the company secretary of the Company and Authorised Representative with effect from 27 September 2021.
- Mr. She Dong and Ms. Lai Siu Kuen have been appointed as the joint company secretaries of the Company with effect from 27 September 2021.
- Mr. An Junjing has been appointed as the chairman of the Board and the chairman of the Nomination Committee with effect from 27 September 2021.
- Ms. Lai Siu Kuen has also been appointed as an Authorised Representative with effect from 27 September 2021.

**RESIGNATION OF NON-EXECUTIVE DIRECTOR, COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVE**

The Board hereby announces that Mr. Yu Zhiping (“**Mr. Yu**”) has resigned as a non-executive Director of the Company with effect from 27 September 2021 due to his other work arrangement. Accordingly, Mr. Yu also ceased to be the chairman of the Board, the chairman of the Nomination Committee and a member of the Remuneration committee on the same date.

In addition, Ms. Zheng Xiaowei (“**Ms. Zheng**”) has reached the age of retirement and has ceased to be the company secretary of the Company and an Authorised Representative with effect from 27 September 2021.

Each of Mr. Yu and Ms. Zheng has confirmed that he/she has no disagreement with the Board and there is no matter relating to his/her resignation/retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to take this opportunity to express its gratitude to both Mr. Yu and Ms. Zheng for their contributions to the Company during their tenure of office.

## **APPOINTMENT OF JOINT COMPANY SECRETARIES**

The Board is pleased to announce that Mr. She Dong and Ms. Lai Siu Kuen have been appointed as the joint company secretaries of the Company with effect from 27 September 2021.

### **Biography of Mr. She Dong**

Mr. She Dong (“**Mr. She**”) has over 20 years of experience in legal and compliance related areas. Mr. She joined the Group in April 2014 and is currently the director of the legal department of the Company. Mr. She joined CGNPC in 2011 and is also currently the director of the legal department and the director of the board of directors’ office of CGNPC-URC, the controlling shareholder of the Company. Prior to joining the Company and the CGNPC Group, Mr. She worked with the Accounting Centre of China Aviation (中國航空結算中心) and had held various positions, including deputy manager of the planning operation department (計劃經營處) and deputy head of the planning operation department.

Mr. She obtained a bachelor’s degree in law from the China University of Political Science and Law in July 1992 and graduated from the Université de Montréal with master’s degree in international business law in Canada in December 2009. Mr. She acquired a professional qualification in law in the PRC.

### **Biography of Ms. Lai Siu Kuen**

Ms. Lai Siu Kuen (“**Ms. Lai**”) is a director of Corporate Services of Tricor Services Limited, an Asia’s leading business expansion specialist specializing in integrated business, corporate and investor services. Ms. Lai has over 20 years of experience in the corporate secretarial field. She has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Lai had previously been a joint company secretary of the Company from 1 June 2014 to 30 August 2018.

Ms. Lai is a fellow of both The Hong Kong Chartered Governance Institute (the “**HKCGI**”) (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) of the United Kingdom.

## **Waiver from Strict Compliance with Rules 3.28 and 8.17 of the Listing Rules**

Pursuant to Rule 3.28 of the Listing Rules, the company secretary of the Company must be an individual who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Although Mr. She does not possess the academic or professional qualifications stipulated in Rule 3.28 to be acceptable to the Stock Exchange, taking into consideration of (i) the legal background of Mr. She, (ii) his familiarity with the operation of the Group, (iii) his experience in handling the Company's corporate governance matters, and (iv) his close working relationship with the Directors, the Board considers that it would be beneficial to the Company to appoint Mr. She as one of the joint company secretaries of the Company.

Nevertheless, Ms. Lai, who is a fellow of the HKCGI and satisfies the requirements under Rule 3.28 of the Listing Rules, has been appointed as the other joint company secretary of the Company and will work closely with, and provide assistance to, Mr. She in discharging his duties as a company secretary of the Company during the initial three years. During such period, Ms. Lai will inform Mr. She on a timely basis of the amendment or supplement to the Listing Rules and any new or amended Hong Kong laws and regulations relevant to the Company, and provide Mr. She with training on matters relating to the corporate governance of the Company and the latest changes to the applicable Hong Kong laws and regulations and the Listing Rules upon request. In addition, Mr. She will take no less than 15 hours of relevant professional training in each financial year in compliance with Rule 3.29 of the Listing Rules.

Before the end of the three-years period, the Company will conduct an evaluation to determine whether Mr. She, having had the benefit of Ms. Lai's assistance for three years, would then have acquired the relevant experience required under Rule 3.28 of the Listing Rules, or alternatively, appoint a person who fulfills the requirements under Rule 3.28 of the Listing Rules as the company secretary of the Company.

Accordingly, the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years in respect of Mr. She's appointment as one of the joint company secretaries of the Company on the conditions that:

- (a) Mr. She shall be assisted by Ms. Lai and is appointed as a joint company secretary during the waiver period; and
- (b) the waiver can be revoked if there are material breaches of the Listing Rules by the Company.

The Board would like to express its warmest welcome to Mr. She and Ms. Lai as the joint company secretaries of the Company.

## **APPOINTMENT OF CHAIRMAN OF THE BOARD AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Following the resignation of Mr. Yu, Mr. An Junjing (“**Mr. An**”), an executive Director, the chief executive officer of the Company, a member of the Remuneration Committee and a member of the Nomination Committee, has been appointed as the chairman of the Board and the chairman of the Nomination Committee with effect from 27 September 2021. Mr. An will continue to concurrently serve as the chief executive officer of the Company.

Under code provision A.2.1 of the Corporate Governance Code, the responsibilities between the chairman and chief executive officer should be separate and should not be performed by the same individual. The Board believes that during the transition period following the resignation of Mr. Yu, Mr. An shall be appointed as the chairman of the Board to ensure consistent leadership and operation. The Nomination Committee will identify suitable candidate(s) for making recommendations to the Board to be appointed as the chief executive officer of the Company.

## **APPOINTMENT OF AUTHORISED REPRESENTATIVE**

Following the retirement of Ms. Zheng, Ms. Lai, the newly appointed joint company secretary of the Company, has also been appointed as an Authorised Representative of the Company with effect from 27 September 2021.

## **DEFINITIONS**

In this announcement, the following expressions shall have the following meanings:

“Authorised Representative”	the authorised representative of the Company as required to be appointed under Rule 3.05 of the Listing Rules
“Board”	the board of Directors of the Company
“CGNPC”	China General Nuclear Power Corporation* (中國廣核集團有限公司), a company incorporated in the PRC with limited liability and the sole shareholder of CGNPC-URC
“CGNPC Group”	CGNPC and its subsidiaries (other than member of the Group)
“CGNPC-URC”	CGNPC Uranium Resources Co., Ltd* (中廣核鈾業發展有限公司), a company established in the PRC with limited liability and a controlling shareholder of the Company
“Company”	CGN Mining Company Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange

“controlling shareholder”	has the meaning ascribed to it under the Listing Rule
“Corporate Governance Code”	Corporate Governance Code and Corporate Governance Report set out in Appendix 14 of the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Board
“Remuneration Committee”	the remuneration committee of the Board
“PRC”	The People’s Republic of China
“Shareholder(s)”	holder(s) of the ordinary share(s) in the Company with nominal value of HK\$0.01 each
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiaries”	has the meaning ascribed to it under the Listing Rules

\* *for identification purpose only*

By Order of the Board  
**CGN Mining Company Limited**  
**An Junjing**  
*Chairman and Chief Executive Officer*

Hong Kong, 27 September 2021

*As at the date of this announcement, the Board comprises two executive Directors: Mr. An Junjing (chairman and chief executive officer) and Mr. Chen Deshao, two non-executive Directors: Mr. Sun Xu and Mr. Yin Xiong, and three independent non-executive Directors: Mr. Qiu Xianhong, Mr. Gao Pei Ji and Mr. Lee Kwok Tung Louis.*