

(Stock code: 00866)

DISCLOSEABLE TRANSACTIONS IN RELATION TO THE PROPOSED ACQUISITION OF 70% SHAREHOLDING INTEREST IN NEW MINING COMPANIES

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The Board wishes to emphasize that the Proposed Acquisitions contemplated under the Heads of Agreements are subject to the fulfillment of the conditions under the Heads of Agreements. Shareholders of the Company and investors are advised to exercise caution when dealing in the shares of the Company.

BACKGROUND

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Da : 12 Ma 2021

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MINING BUSINESS LICENSES

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CONSIDERATION

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N⊠ [™] M	С	a	E	70%	385,000,000	211,637
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CONDITIONS UNDER THE HEADS OF AGREEMENT

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SUBSEQUENT OBLIGATIONS OF THE SELLERS

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FINANCIAL INFORMATION OF THE NEW MINING COMPANIES

INFORMATION ON THE GROUP, IME, PBJS, PLKK, TME AND VPE

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The Board wishes to emphasize that the Proposed Acquisitions contemplated under the Heads of Agreements are subject to the fulfillment of the conditions under the Heads of Agreements.

Shareholders of the Company and investors are advised to exercise caution when dealing in the shares of the Company.

DEFINITIONS

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Μ	B.	L c	С	b. c aca ca 🖬 K. a H. a 📓 Ha a D c, Kaba. R c, S. Ka a a, I 📓 a
Μ	B.	L c	D	b. c aca ca 🛛 K. a H. D c, K aba. R c, S. Ka a a, I 🖾 a
Μ	B.	L c	Е	b. c aca ca 🛛 K. a H. D c, K aba. R c, S. Ka a a, I 🖾 a
Μ	В.	L c	F	b. c aca ca 🖬 Kaba. R c, S. Ka a a, I 🖬 a
Μ	B.	L c	G	b. c aca ca 🖬 K. a T a a 📓 H. D c, K aba. R c, S. Ka a a, I 📓 a
Μ	В.	L c		$ \begin{array}{cccccccccccccccccccccccccccccccccccc$
Μ	W			c.c.a. c.a. a.a, c. a.b. a.a., a.a., a.a. a.a. ,a.a. a.a. a.a.
MOD	OI S			M baO Daal 🖬 aS aa 🗟 b M E M aR c
	Ca IA	CS a		a a a b c b a IME a a Q a O a, a a c c a c c c a a c . 70% a a b M Q a O a . C A b IME a A A C
	C a A	DS a		a ■ a b c ■ b PBJS a ■ Q a O a, a ⊠ c a c c ca a c 70% a ■ M N M C a D M b PBJS a ■ Q a O a .

N 🛛 C	a ESa	a 📓 a b c 📓 b 🛛 PLKK a 📓
Р 🖥	Α	QaOa, a 🛛 cac [®] ca a
		с. 70% а 🖬 [†] N 🛛 М С а
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		$\begin{array}{cccccccccccccccccccccccccccccccccccc$
N 🛛 C	a FSa	a 🖬 a b c. 🖬 b 🛛 TME a 🖬
Р 🐌	A	Q aO a, a \square c a c c a c c a a c c c a c c a c c c a c c c a c c c a c c a c c c a c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c a c c c c a c c c a c c c c a c c c c a c c c a c c c c a c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c c a c c c a c c c c a c c c a c c c a c c c a c c c a c c c a c c c c a c c c c c a c c c a c c c a c c c a c c c a c c c a c c c c a c c c a c c c a c c c c a c c c a c c c c a c c c c c a c c c c c a c c c c c a c c c c a c c c c c a c c c c c a c c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c c c c c a c
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N 🛛 C	a GSa	a 🖬 a b c. 🖬 b 🛛 VPE a 🖬
Р	А	O aO a, a 🛛 c a c 🌾 ca a
		c 70% a \mathbf{M} \mathbf{N} \mathbf{M} \mathbf{C} a
		$\mathbf{G} \ \mathbf{M} \ \mathbf{M} \ \mathbf{h} \ \mathbf{VPE} \ \mathbf{a} \ \mathbf{M} \ \mathbf{M} \ \mathbf{O} \ \mathbf{a} \ \mathbf{O} \ \mathbf{a}$
		Q aO a, a ⊠ c a c [™] ca a c . 70% a a [™] N⊠M C a G ⊠ b VPE a a a Q a O a. . [™] c a b Haa A G
N 🛛 C	a Sa P	N X C a CS a P A , N X C a
A *		■ N⊠C a CS a P ■ A , N⊠C a DS [™] a P ■ A , N⊠C a ES a P ■
		$A , N \boxtimes C a F S \stackrel{\times}{a} P \boxtimes A a \boxtimes$
		$N \boxtimes C$ a $\overrightarrow{G}S$ a $P \boxtimes A$
N ⊠ M	C a	$N \boxtimes M$ C a C, $N \boxtimes M$ C a D, $N \boxtimes$
\mathbf{z}		$\begin{array}{cccccccccccccccccccccccccccccccccccc$
		$M C a G \bigstar$
NØM	C a C	aca bab 🖬 🖬 a🛛 R.bc
\$.	$I \blacksquare a a \blacksquare b \blacksquare \blacksquare b IME a 95\% a \blacksquare a \blacksquare a$
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NØM	C a D	aca bab a a R.b.c
\$		aca bab ⊠. ⊠ a⊠ R.bc I⊠ aa⊠ b⊠ ⊠bPBJSa [™] 95%a⊠a
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NØM	C a E	aca bab 🛛 🖉 a 🕅 Rhe
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		$\mathbf{B} \mathbf{B} \mathbf{a} \mathbf{B} \mathbf{a} \mathbf{a} \mathbf{b} \mathbf{b} \mathbf{c} $
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N 🛛 M	C a F	aca bab 🖬 📓 a🛛 R.bc
* _		aca bab⊠.⊠ a⊠ R.bc I⊠ aa⊠ b⊠,⊠bTMEa [™] 95%a⊠a
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N⊠M C a G	ac a b ab ⊠. ⊠ a⊠ R.bc I⊠ aa⊠ b⊠ ⊠bVPEa 95% [™] a⊠a ⊠ ⊠a ⊠a a 5% a [™] ab
PBJS	PTP alaB a Ja a Sa , ac a ab a. a a⊠ R.bc I a a,⊠ c ⊠ ab K J a a a a a a 99.9999% a a 0.0001%, c
PBJSSa P 🛛 A	a Ba b c Bb K K Ja, L Ba a a Q a O a, a C a c ca a c a a C PBJS A B b K Ja a B L Ba a a B Q a O a C C Ha A D
PLKK	PT P a L ba K. a Ka a a, a c a ab c ab
P. Taac	T c Image: a a a fill c a a a fill c a a a fill c a a a structure for a fill a fil
P Ac.	M C a a HaM A N⊠ M C a a HaM A K M b ⊠ Q aO a a M S
Q a O a	Q aO aI L ⊠, ac a ab ⊠ . ■ a⊠ H K a ⊠ a⊠ - ⊠ ⊠ . b ⊠ a C a
SDE	PTS. b Da a E, a c a ab \square . \square a \square R. b c I \square a, \square c \square \square b K J a a \square H I a \square a a a a 99.82% a \square 0.18%, c

SDES a P 🖬 A	a a a b c. a b ∞ WM a a Q a O a, a ⊠ c a c [™] ca a c . 25% a a [™] SDE Ø a b WM a a a Q a O a [™]
S	IME, PBJS, PLKK, TME a 🛿 VPE
S Sa P 🛛 A	IMES a P A , PBJSS a P A A A A A A A A A A A A A A A A A A
SFO	Sc. a⊠E. O⊠ac (Ca 571 a⊠ H K)
S a 📓	S a
S a	a HK\$0.1 ac a ca a C a
SPE	PTS. c P B a E , a c a ab B. B a \boxtimes R . b c I B a, \boxtimes c \boxtimes B b K J a a \boxtimes I W a a a a a a \bigotimes 99.82% a B 0.18%, c
S c E c a	TSCECA HKL
TaDF. 🗟	U C A C I I H A A, Q A O A A S A US\$5 I C Q A O A I D WM SDE 15% A Ab C A AC S A N M C A
TME	PT Ta Ma E, ac a ab E a R b c I a, a c A b K J a A a N a a A 99.9998% a 0.0002% c
VPE	PTVP \boxtimes E, a caab \blacksquare \blacksquare a \boxtimes Rb $\overset{\frown}{N}$ cI \blacksquare a, \boxtimes c \boxtimes \blacksquare bKJ aa $\overset{\frown}{A}$ \blacksquare HI a \boxtimes aaa99.9998%a \blacksquare 0.0002%c $\overset{\frown}{N}$ c \blacksquare bAbA

VPE S a l	P 🔝	a 🖬 a b c. 🖬 a K
А		Ja, H Ia⊠aa⊠Q aO a, a ⊠ c a c ca [™] a c a a ⊠ [™]
		VPE 🛛 🖬 b K Ja a 🖬 H Ia🖄 a a 📓 📓
		$Q = a O^{\dagger} a $ $a $ $b $ $b $
		H a G G
US\$		$U \boxtimes S a D a$, $La \boxtimes_{L} c$. $c U \boxtimes$
		S a A ca [†]
WM		PTW 🖬 a . a Ma 📓 , a c a ab 📓 . 📓 a🛛
		R.bc I 🖩 a, 🏹 c 🖾 📓 b K Ja a 🖥
		R. bc I Ia, \boxtimes c \boxtimes Ib KJ a aH I a \boxtimes a aaa99% a I1%, c
WM S a H		a 🛙 a b c. 🖬 b 🛛 K
Α		Ja a⊠Q aO a,a ⊠ c [†] a
		c ca a c . 99% a 🖬 w WM
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%		с.

BOB BaB Gilfilla Qifji Group Limited