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## 五礦地產有限公司 MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

## (1) RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD; AND (2) CHANGE OF CHAIRMAN OF THE BOARD, COMPOSITION OF BOARD COMMITTEES AND AUTHORISED REPRESENTATIVE

Reference is made to the joint announcement issued by June Glory International Limited and Minmetals Land Limited (the "Company") dated 23 October 2025 in relation to, among other things, the proposed privatisation of the Company by way of a scheme of arrangement under Section 99 of the Companies Act 1981 of Bermuda (the "Rule 3.5 Announcement"). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

The Board hereby announces that Mr. He Jianbo ("Mr. He") has tendered his resignation as an executive Director, the chairman of the Board, the chairman of each of the executive committee, nomination committee and sustainable development committee, and a member of the remuneration committee of the Board with effect from 13 November 2025 due to the staff rotation and succession planning arrangements of China Minmetals Corporation.

Mr. He will also cease to be an authorised representative of the Company (the "Authorised Representative") under Rule 3.05 of the Listing Rules with effect from 13 November 2025.

Pursuant to Rule 7 of the Takeovers Code, once a bona fide offer has been communicated to the board of the offeree company or the board of the offeree company has reason to believe that a bona fide offer is imminent, except with the consent of the Executive, the resignation of any directors of an offeree company should not take effect until after the publication of the closing announcement on the first closing date of the offer, or the publication of the announcement that the offer has

become or been declared unconditional, whichever is later. Accordingly, an application was made by the Company to seek the consent of the Executive to the resignation of Mr. He pursuant to Rule 7 of the Takeovers Code on account of the aforementioned reason, and the Executive has granted such consent on 7 November 2025.

Mr. He has confirmed that he has no disagreement with the Board and he is not aware of any matters in respect of his resignation that need to be brought to the attention of the Shareholders.

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

The Board also announces that Mr. Dai Pengyu ("Mr. Dai"), the executive Director and managing Director of the Company, has been appointed as the acting chairman of the Board, the acting chairman of each of the executive committee, nomination committee and sustainable development committee, a member of the remuneration committee of the Board and the Authorised Representative, with effect from 13 November 2025, until a new chairman of the Board is formally appointed.

The brief biographical details of Mr. Dai is set out as follows:

Mr. Dai Pengyu, aged 43, was appointed as a Deputy General Manager of the Company in March 2020 and an executive Director and managing Director of the Company in May 2025. Mr. Dai holds a Bachelor's Degree in Management from Xi'an University of Architecture and Technology and a Master's Degree in Business Administration from Fudan University. Mr. Dai joined the Company in 2007 and has been serving in senior management positions in the Company's central, eastern and southern China regional offices. Mr. Dai has extensive experience in real estate corporate management, development and operation and marketing.

As at the date of this announcement, Mr. Dai has a personal interest in 113,333 Shares. Save as disclosed above, Mr. Dai (i) did not hold any directorship in other listed public companies in the last three years, (ii) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company, (iii) does not hold any position with the Company or other members of the Group, and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is no service contract between the Company and Mr. Dai and he has no fixed term of service with the Company. The remuneration package for the year 2025 of Mr. Dai remains unchanged as disclosed in the announcement issued by the Company dated 14 May 2025. No additional emolument will be paid to Mr. Dai in taking on the aforementioned additional responsibilities.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Dai which need to be brought to the attention of the shareholders of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Company notes that this temporary arrangement constitutes a deviation from code provision C.2.1 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, which stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual and the Company and does not comply with the number of committee members required by the terms of reference of the sustainable development committee of the Board. The Company is in the process of identifying suitable person to act as the chairman of the Board and shall make further announcement(s) as appropriate.

By order of the Board

Minmetals Land Limited

Tang Ying Kit

Company Secretary

Hong Kong, 13 November 2025

As at the date of this announcement, 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.