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中國五礦

五礦地產
MINMETALS LAND

五礦地產有限公司 MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 230)

CHANGE IN BOARD LOT SIZE

References are made to (i) the scheme document jointly issued by June Glory International Limited (the “**Offeror**”) and Minmetals Land Limited (the “**Company**”) dated 16 January 2026 (the “**Scheme Document**”) in relation to, among other things, the proposal for the privatisation of the Company by way of a scheme of arrangement under Section 99 of the Companies Act (the “**Scheme Document**”); and (ii) the joint announcement issued by the Offeror and the Company dated 9 February 2026 in relation to, among other things, the results of the Court Meeting and the SGM (the “**Results Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

As stated in the sections headed “Proposed Withdrawal of the Listing of the Shares” and “Expected Timetable” in the Results Announcement, (i) the Company has applied to the Stock Exchange, and the Stock Exchange has granted its approval, for the withdrawal of the listing of the Shares on the Stock Exchange in accordance with Rule 6.15(2) of the Listing Rules, with effect from 4:00 p.m. on Tuesday, 3 March 2026, subject to the Scheme becoming effective on Friday, 27 February 2026 (Bermuda time); (ii) the latest time for trading in the Shares on the Stock Exchange was at 4:10 p.m. on Tuesday, 10 February 2026; and (iii) an announcement of the Effective Date and the withdrawal of listing of the Shares on the Stock Exchange will be jointly issued by the Offeror and the Company at or before 8:30 a.m. on Monday, 2 March 2026 (the “**Effective Date Announcement**”).

CHANGE IN BOARD LOT SIZE

The Board announces that the board lot size of the Shares will be changed from 2,000 Shares to 800,000 Shares with effect from 9:00 a.m. on Monday, 2 March 2026 (being the date of the Effective Date Announcement), subject to the Scheme becoming effective on Friday, 27 February 2026 (Bermuda time).

REASONS FOR AND BENEFITS OF THE CHANGE IN BOARD LOT SIZE

As set forth in the Scheme Document, pursuant to the Announcement dated 23 October 2025, the Offeror and the Company jointly announced that the Offeror requested the Board to put forward the Proposal to the Scheme Shareholders regarding the privatisation of the Company by way of a scheme of arrangement under Section 99 of the Companies Act. If the Proposal is approved and implemented, under the Scheme, the Scheme Shares will, on the Effective Date, be cancelled, and upon such cancellation, the share capital of the Company will be maintained by the contemporaneous issuance at par to the Offeror, credited as fully paid, of the aggregate number of Shares as is equal to the number of Scheme Shares cancelled. The reserve created in the Company's books of account as a result of the cancellation of the Scheme Shares will be applied in paying up in full at par the new Shares so issued to the Offeror.

As stated in the Results Announcement, the Court Meeting and the SGM were held on Monday, 9 February 2026, during which all relevant resolutions relating to the Scheme and the implementation of the Proposal were duly passed in accordance with the relevant requirements of the Takeovers Code and the Companies Act.

Subject to the Scheme becoming effective on Friday, 27 February 2026 (Bermuda time), the withdrawal of the listing of the Shares on the Stock Exchange shall take effect in accordance with Rule 6.15(2) of the Listing Rules from 4:00 p.m. on Tuesday, 3 March 2026.

The new board lot size of 800,000 Shares is determined after taking into account the maximum board lot size permitted under the Listing Rules and the relevant guidance issued by the Stock Exchange, with a view to minimising the administrative expenses involved in the privatisation process.

For the avoidance of doubt, the change in the board lot size of the Shares would not, subject to the Scheme becoming effective, affect the entitlements of the Scheme Shareholders under the Scheme (including the Cancellation Price).

EXPECTED TIMETABLE FOR THE CHANGE IN BOARD LOT SIZE

Effective date of the change in board lot size:

From 2,000 Shares to 800,000 Shares 9:00 a.m. on
Monday, 2 March 2026

ODD LOT ARRANGEMENT AND PARALLEL TRADING

The latest time for trading in the Shares on the Stock Exchange was at 4:10 p.m. on Tuesday, 10 February 2026. The trading in the Shares on the Stock Exchange has been and will continue to be suspended from the said date and time and up to the date of withdrawal of the listing of the Shares on the Stock Exchange becoming effective (which is expected to be at 4:00 p.m. on Tuesday, 3 March 2026). In addition, subject to the Proposal and the Scheme becoming effective, the Scheme Shares held by the Scheme Shareholders (including any Scheme Shares held by odd lot holders) will be cancelled on the Effective Date. As such, the Board is of the view that it is reasonable and expedient not to arrange for any odd lot matching services to the Shareholders. There will be no parallel trading arrangement.

ARRANGEMENT ON SHARE CERTIFICATES

All existing share certificates in board lot of 2,000 Shares will continue to be evidence of title to such Shares and be valid for delivery, transfer and settlement purposes. Therefore, no exchange of existing share certificates will be required and no arrangement for free exchange of existing share certificates will be provided.

WARNING:

Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme are subject to Conditions being fulfilled or waived, as applicable, and thus the Proposal may or may not be implemented, the Scheme may or may not become effective.

Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the Board
Minmetals Land Limited
Dai Pengyu
Director

Hong Kong, 13 February 2026

As at the date of this announcement, the Board comprises 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 enquiries, 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.