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MMG LIMITED
五礦資源有限公司

(Incorporated in Hong Kong with limited liability)

(STOCK CODE: 1208)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (Meeting) of MMG Limited (Company) will be held at 10:30 a.m. on Thursday, 4 March 2021 at Monet Room B, Basement 1, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company. Capitalized terms defined in the circular of the Company dated 10 February 2021 shall have the same meanings when used in this notice unless otherwise specified.

"THAT

- (a) to the extent they vest in accordance with their terms, the issue and allotment of up to 42,916,206 new Connected Award Shares to up to 12 Connected Incentive Participants in respect of the 2018 Award, the 2019 Award and the 2020 Award pursuant to the Long Term Incentive Equity Plan is hereby approved and confirmed; and
- (b) any one or more of the Directors be and is/are hereby authorized to do all such acts and things and execute all such documents which he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the transactions contemplated thereunder, including but not limited to the issue and allotment of up to 42,916,206 new Connected Award Shares to up to 12 Connected Incentive Participants in respect of the 2018 Award, the 2019 Award and the 2020 Award pursuant to the Long Term Incentive Equity Plan."

By order of the Board
MMG Limited
Gao Xiaoyu
CEO and Executive Director

Hong Kong, 10 February 2021

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote on his/her behalf. A proxy need not be a member of the Company.
2. The register of members of the Company will be closed from Monday, 1 March 2021 to Thursday, 4 March 2021, inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the Meeting to be held on Thursday, 4 March 2021, all completed transfer forms accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 26 February 2021.

The record date for determining Shareholders' eligibility to attend and vote at the Meeting will be on Friday, 26 February 2021.

3. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be lodged by a member whose name appearing on the register of members keeping at the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 10:30 a.m. on Tuesday, 2 March 2021.
4. In view of the travelling restrictions imposed by various jurisdictions including Hong Kong to prevent the spread of the COVID-19, certain directors of the Company may attend the EGM through electronic means.
5. Subject to the development of the COVID-19 pandemic, the Company may implement further changes and precautionary measures at short notice. Shareholders should check the Company's website at www.mmhg.com for future announcements and updates on the EGM arrangements.

As at the date of this announcement, the Board comprises eight directors, of which one is an executive director, namely Mr Gao Xiaoyu; four are non-executive directors, namely Mr Guo Wenqing (Chairman), Mr Jiao Jian, Mr Zhang Shuqiang and Mr Xu Jiqing; and three are independent non-executive directors, namely Dr Peter William Cassidy, Mr Leung Cheuk Yan, and Mr Chan Ka Keung, Peter.