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**SD-GOLD**

**SHANDONG GOLD MINING CO., LTD.**

**山東黃金礦業股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1787)**

**RESOLUTIONS PASSED  
AT THE 2024 SECOND EXTRAORDINARY GENERAL MEETING**

Reference is made to the notice of the 2024 Second Extraordinary General Meeting (the “EGM”) of Shandong Gold Mining Co., Ltd. (the “Company”) dated 21 February 2024 published on the websites of the SSE (www.sse.com.cn) and the Hong Kong Stock Exchange (www.hkexnews.hk). The EGM was held at the conference room of the Company, No. 2503, Jingshi Road, Licheng District, Jinan, Shandong Province, the PRC at 10:00 a.m. on Thursday, 7 March 2024. Details of the resolutions considered at the EGM were set out in the circular of the Company dated 21 February 2024 (the “Circular”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The following resolutions voted by poll in accordance with the Articles of Association were duly approved by the Shareholders attending the EGM, and the Board is pleased to announce the poll results of the resolutions of the EGM as follows:

| Resolutions                |  | No. of valid votes For<br>(% of total valid votes cast) | No. of valid votes Against<br>(% of total valid votes cast) | No. of valid votes Abstain<br>(% of total valid votes cast) |
|----------------------------|--|---|---|---|
| <b>ORDINARY RESOLUTION</b> |  |   |   |   |
| 1.                         | To consider and approve the resolution on the acquisition of the Xiling Gold Mine Exploration Right by the Company and the connected transaction | 493,315,178<br>(99.9965%)                               | 17,180<br>(0.0035%)   | 0<br>(0%)   |
| <b>SPECIAL RESOLUTION</b>  |  |   |   |   |
| 2.                         | To consider and approve the resolution on the amendments to the Articles of Association  | 2,347,717,706<br>(93.2862%)                             | 108,515,454<br>(4.3118%)                                    | 60,449,515<br>(2.4020%)                                     |

Resolution no. 1 of the EGM was passed as an ordinary resolution, and resolution no. 2 was passed as a special resolution.

As at the date of the EGM, the total number of issued Shares of the Company is 4,473,429,525 Shares, comprising 3,614,443,347 A Shares and 858,986,178 H Shares. Holders of such Shares were entitled to attend the EGM and vote on the resolution no. 2 proposed thereat. Any Shareholder who has a material interest in the Acquisition Agreement shall abstain from voting on the relevant resolution at the EGM. As at the date of the EGM, SDG Group Co., the controlling shareholder, and its subsidiaries directly and indirectly hold 2,026,607,362 A Shares, representing approximately 45.30% of the issued share capital of the Company, and they are required to abstain, and have abstained, from voting on the resolution no. 1 at the EGM. Save as disclosed above, no other Shareholders are required to abstain from voting in respect of the resolution no. 1 at the EGM. Therefore, the total number of Shares entitling the Shareholders to attend the EGM and vote on the resolution no. 1 proposed thereat is 2,446,822,163 Shares.

There were no Shares entitling the holders to attend and abstain from voting for the resolutions at the EGM.

As at the date of the EGM, the total number of Shares held by the Shareholders or their proxy(ies) who have attended the EGM (including Shareholders voted via Internet) and are entitled to vote is 2,516,682,675 Shares, representing approximately 56.2585% of the total issued Shares of the Company as at the date of this announcement.

Tricor Investor Services Limited, being the H Share registrar of the Company, has acted as the scrutineer for the vote-taking at the EGM. The executive Directors Mr. Liu Qin and Mr. Tang Qi, the non-executive Director Mr. Li Hang and the independent non-executive Director Ms. Zhao Feng attended the EGM in person; the executive Director Mr. Wang Shuhai, the non-executive Director Ms. Wang Xiaoling and the independent non-executive Directors Mr. Wang Yunmin and Mr. Liew Fui Kiang did not attend the EGM due to work reasons.

By order of the Board  
**Shandong Gold Mining Co., Ltd.**  
**Li Hang**  
*Chairman*

Jinan, the PRC, 7 March 2024

*As at the date of this announcement, the executive Directors are Mr. Liu Qin, Mr. Wang Shuhai and Mr. Tang Qi; the non-executive Directors are Mr. Li Hang and Ms. Wang Xiaoling; and the independent non-executive Directors are Mr. Wang Yunmin, Mr. Liew Fui Kiang and Ms. Zhao Feng.*