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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 FOURTH EXTRAORDINARY GENERAL MEETING,
THE 2024 SECOND A SHARES CLASS MEETING AND
THE 2024 SECOND H SHARES CLASS MEETING**

References are made to the notices of the 2024 Fourth Extraordinary General Meeting (the “**EGM**”) and the 2024 Second H Shares Class Meeting (the “**H Shares Class Meeting**”) of Shandong Gold Mining Co., Ltd. (the “**Company**”) dated 12 July 2024 which were published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk), and the notice of the 2024 Second A Shares Class Meeting (the “**A Shares Class Meeting**”) (collectively, the “**Meetings**”) of the Company dated 12 July 2024 which was published on the website of the SSE (www.sse.com.cn). The Meetings were 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 Monday, 29 July 2024. Details of the resolutions considered at the Meetings were set out in the circular of the Company dated 12 July 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 Meetings, and the Board is pleased to announce the poll results of the resolutions of the Meetings as follows:

POLL RESULTS OF THE RESOLUTIONS PROPOSED AT THE MEETINGS

(1) Poll results of the EGM are as follows:

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
SPECIAL RESOLUTIONS					
1.	To consider and approve the resolution on the extension of the validity period of the Shareholders' resolution in relation to the Issuance of A Shares of the Company to Target Subscribers.	2,428,421,820 (99.8922%)	1,932,651 (0.0795%)	687,053 (0.0283%)	2,431,041,524 (100%)
2.	To consider and approve the resolution on the extension of the validity period of the authorization by the Shareholders' meeting to the Board and its authorized persons with full discretion to deal with the relevant matters relating to the Issuance of A Shares to Target Subscribers.	2,428,412,888 (99.8919%)	1,942,623 (0.0799%)	686,013 (0.0282%)	2,431,041,524 (100%)
3.	To consider and approve the resolution on the registration of multiple types of debt financing instruments.	2,239,540,261 (92.1893%)	177,608,539 (7.3111%)	12,136,724 (0.4996%)	2,429,285,524 (100%)

(2) Poll results of the A Shares Class Meeting are as follows:

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
SPECIAL RESOLUTIONS					
1.	To consider and approve the resolution on the extension of the validity period of the Shareholders' resolution in relation to the Issuance of A Shares of the Company to Target Subscribers.	2,204,487,003 (99.9545%)	714,475 (0.0323%)	288,553 (0.0132%)	2,205,490,031 (100%)
2.	To consider and approve the resolution on the extension of the validity period of the authorization by the Shareholders' meeting to the Board and its authorized persons with full discretion to deal with the relevant matters relating to the Issuance of A Shares to Target Subscribers.	2,204,478,071 (99.9541%)	724,447 (0.0328%)	287,513 (0.0131%)	2,205,490,031 (100%)

(3) Poll results of the H Shares Class Meeting are as follows:

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)	Total valid votes
SPECIAL RESOLUTIONS					
1.	To consider and approve the resolution on the extension of the validity period of the shareholders' resolution in relation to the Issuance of A Shares of the Company to Target Subscribers.	222,970,017 (99.2824%)	1,213,176 (0.5402%)	398,500 (0.1774%)	224,581,693 (100%)
2.	To consider and approve the resolution on the extension of the validity period of the authorization by the shareholders' meeting to the Board and its authorized persons with full discretion to deal with the relevant matters relating to the Issuance of A Shares to Target Subscribers.	222,384,411 (99.0216%)	1,798,782 (0.8009%)	398,500 (0.1774%)	224,581,693 (100%)

Resolutions of the Meetings were passed as special resolutions.

As at the date of the Meetings, 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 Meetings and vote on the resolutions proposed thereat.

There were no Shares entitling the holders to attend and abstain from voting for the resolutions at the Meetings. No Shareholders are required to abstain from voting at the Meetings.

As at the date of the Meetings:

- (a) 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 2,431,041,524 Shares, representing approximately 54.3440% of the total issued Shares of the Company as at the date of this announcement;
- (b) The total number of A Shares held by the Shareholders or their proxy(ies) who have attended the A Shares Class Meeting and are entitled to vote is 2,205,490,031 A Shares, representing approximately 61.0188% of the total issued A Shares of the Company as at the date of this announcement; and
- (c) The total number of H Shares held by the Shareholders or their proxy(ies) who have attended the H Shares Class Meeting and are entitled to vote is 224,581,693 H Shares, representing approximately 26.1450% of the total issued H 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 and H Shares Class Meeting. The executive Directors Mr. Liu Qin, Mr. Wang Shuhai and Mr. Tang Qi, the non-executive Director Mr. Li Hang and the independent non-executive Director Mr. Wang Yunmin attended the Meetings in person; the non-executive Director Ms. Wang Xiaoling, the independent non-executive Directors Mr. Liew Fui Kiang and Ms. Zhao Feng did not attend the Meetings due to work reasons.

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

Jinan, the PRC, 29 July 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.