

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 2021 SECOND EXTRAORDINARY GENERAL MEETING**

Reference is made to the notice of the 2021 Second Extraordinary General Meeting (the “**EGM**”) of Shandong Gold Mining Co., Ltd. (the “**Company**”), dated 8 September 2021 published on the websites of the Shanghai Stock Exchange (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 9:00 a.m. on Friday, 24 September 2021. Details of the resolutions considered at the EGM were set out in the circular of the Company dated 8 September 2021 (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 Independent 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 (% 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
ORDINARY RESOLUTIONS					
1.	to approve the resolution regarding the cash acquisition and related party transaction of 100% equity interest in Shandong Tiancheng Mining Co., Ltd. by controlling subsidiary and the connected transaction	502,704,159 (99.9557%)	201,860 (0.0401%)	20,900 (0.0042%)	502,926,919 (100%)
2.	to approve the resolution regarding the cash acquisition and related party transaction of 100% equity interest in Shandong Laizhou Ludi Gold Mine Company Limited by controlling subsidiary and the connected transaction	502,703,159 (99.9555%)	202,860 (0.0403%)	20,900 (0.0042%)	502,926,919 (100%)
3.	to approve the resolution regarding the cash acquisition and related party transaction of 100% equity interest in Shandong Dikuang Laijin Co., Ltd. and 45% equity interest in Laizhou Hongsheng Mining Investment Co., Ltd. by controlling subsidiary and the connected transaction	502,703,159 (99.9555%)	202,860 (0.0403%)	20,900 (0.0042%)	502,926,919 (100%)
4.	to approve the resolution on the estimate of new daily connected transactions after the controlling subsidiary acquires the equity of Shandong Tiancheng Mining Co., Ltd.	502,703,159 (99.9555%)	202,860 (0.0403%)	20,900 (0.0042%)	502,926,919 (100%)

The above resolutions numbered 1 to 4 of the EGM were passed as ordinary resolutions.

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 listed on the Hong Kong Stock Exchange. Holders of such shares were entitled to attend the EGM 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 EGM. Other than SDG Group Co. and its subsidiaries, including Shandong Gold Non-ferrous Metal Mine Group Co., Ltd., Shandong Gold Geological Mine Exploration Co., Ltd., Shandong Gold Group Qingdao Gold Co., Ltd., and SDG (Beijing) Industry Investment Co., Ltd., holding a total of 2,017,282,630 A Shares as of the record date of shareholdings of A Shareholders at this general meeting who abstained from voting on resolutions numbered 1 to 4, no other Shareholders are required to abstain from voting 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 502,926,919 Shares, representing approximately 11.2425% 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.

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

Jinan, the PRC, 24 September 2021

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 Guohong, Mr. Wang Lijun and Ms. Wang Xiaoling; and the independent non-executive Directors are Mr. Wang Yunmin, Mr. Liew Fui Kiang and Ms. Zhao Feng.