

*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 2024 FIFTH EXTRAORDINARY GENERAL MEETING**

Reference is made to the notice of the 2024 Fifth Extraordinary General Meeting (the “**EGM**”) of Shandong Gold Mining Co., Ltd. (the “**Company**”) dated 26 September 2024 and 27 September 2024 respectively published on the websites of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) and the Hong Kong Stock Exchange ([www.hkexnews.hk](http://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 Friday, 18 October 2024. Details of the resolutions considered at the EGM were set out in the circular of the Company dated 27 September 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 (% 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)
<b>ORDINARY RESOLUTIONS</b>				
1.	To consider and approve the resolution regarding the half-year profit distribution plan for 2024 of the Company and proposal to carry out the action of “Improving Quality, Increasing Efficiency and Enhancing Returns”.	2,577,420,161 (99.9403%)	837,335 (0.0325%)	701,596 (0.0272%)
2.	To consider and approve the resolution regarding the signing of the Financial Services Framework Agreement with Shandong Gold Group Finance Co., Limited.	403,687,167 (72.6568%)	150,908,000 (27.1608%)	1,013,608 (0.1824%)

Resolutions no. 1 and no. 2 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. Holders of such Shares were entitled to attend the EGM and vote on the resolution no. 1 proposed thereat. Any Shareholder who has a material interest in the Financial Services Framework 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. 2 at the EGM. Save as disclosed above, no other Shareholders are required to abstain from voting in respect of the resolution no. 2 at the EGM. Therefore, the total number of Shares entitling the Shareholders to attend the EGM and vote on the resolution no. 2 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 2,578,959,092 Shares, representing approximately 57.6506% 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. All Directors of the Company attended the EGM.

## HALF-YEAR PROFIT DISTRIBUTION FOR 2024

The EGM has approved to distribute cash dividend of RMB0.8 (tax inclusive) for every 10 Shares to all Shareholders, based on the total share capital of the Company of 4,473,429,525 Shares.

Such Profit Distribution will be distributed to the H Shareholders whose names appear on the register of members of the Company on Thursday, 31 October 2024. The distribution of Profit Distribution above is denominated in RMB, and is to be paid to A Shareholders and investors participating in the Shanghai-Hong Kong Stock Connect Program in RMB and to H Shareholders in HKD. The exchange rate for the dividend calculation in Hong Kong dollar is based on the middle rate as published by the People's Bank of China (i.e. HKD1=RMB0.91696) on the date on which the EGM is held (i.e. Friday, 18 October 2024). As such, the cash dividend per H Share amounted to HKD0.08724 (tax inclusive).

The cheques for the Profit Distribution will be despatched by ordinary post to the H Shareholders who are entitled to the Profit Distribution on or before Friday, 29 November 2024 at their own risk. In case of joint shareholding, the cheques for the Profit Distribution will be posted to the first named person on the H Shareholders' register in respect of such joint shareholding.

Please refer to the Circular for further details in relation to the half-year profit distribution for 2024, among others, the applicable taxation and the arrangement for closure of the register of members for transfer of H Shares.

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

Jinan, the PRC, 18 October 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.*