6. INFORMATION ABOUT THE COMPANY

6.1. INTRODUCTION

The Company, Dragon Mining Limited (formerly known as Torum Mining NL at the time of incorporation), was incorporated in Western Australia, Australia on 23 April 1990. The Company was listed and traded on the ASX under the stock code "DRA" during 19 September 1990 to 19 October 2018.

Since:

(a) a substantial portion of the Company's then shareholding was held by residents outside Australia;

(b) all of the Group's then material operations were located outside Australia, being in Finland and Sweden;

(c) the then trading volumes and prices of the Shares on the ASX had then been subdued for a considerable period, thereby impinging the Company's ability to raise further capital on terms acceptable to the Company and in the best interests of its then shareholders; and

(d) the then directors of the Company believed that there was expected to be greater investor interest in the Shares once they have been listed on the Stock Exchange while it was not worthwhile for the Company to incur additional costs of maintaining a dual Australian/Hong Kong listing,

the Company effected a transfer of listing of the Shares in 2018 from the ASX to the Stock Exchange through (a) the delisting from the official list of the ASX with effect on 19 October 2018; and (b) the listing of the Shares on the Main Board shortly thereafter on 5 November 2018.

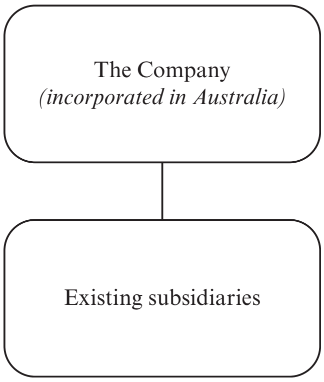
The Company is subject to the Corporations Act and as it is listed on the Main Board of the Stock Exchange, it is also subject to the Listing Rules, Takeovers Code and the applicable requirements under the Companies Ordinance and the Companies (Winding Up and Miscellaneous Provisions) Ordinance since it has been (and legally required to be) registered as a "non-Hong Kong company" under Part 16 of the Companies Ordinance.

As set out in this document, and for the reasons explained including in Section 5.2, the Board considers it prudent and in the best interests of Shareholders to now redomicile so that the parent entity is incorporated in Hong Kong and listed on the Main Board of the Stock Exchange.

This Section contains information in relation to the Company. Appendix I and the Independent Expert's Report in Appendix VIII to this document contain further detailed information about the Company.

6.2. THE GROUP

The Company is the Group's current holding company. The Group includes the Company and existing wholly-owned subsidiaries as shown by the corporate structure diagram of the Group below (noting that the New Holdco is presently a wholly owned subsidiary of the Company, as well as other existing subsidiaries Dragon Mining (Sweden) AB, Dragon Mining Oy, Dragon Mining Fäboliden AB and 龍資源有限公司).



6.3. BUSINESS AND OPERATIONS OVERVIEW

The Company is principally engaged in gold exploration, mining, and processing in the Nordic region.

Further information of the Group has been set out in "Additional Information of the Group"] in Appendix I and "Financial Information of the Group" in Appendix III to this document.

6.4. THE COMPANY'S BUSINESS STRATEGY

The Company's objective is to focus on the development of existing and new mining assets in reasonable proximity to the process plants in Vammala, Finland and Svartliden, Sweden. The Company operates with a long-term business strategy to operate responsibly considering the interests of all stakeholders including its staff, contractors, and the public including civic groups, together with the environment and the general amenity of its areas of operation. It aims to produce positive financial outcomes through (i) the economic operations of its operating mines and process plants; (ii) development of new projects consistent with the Company's objective, such as the Group's Fäboliden Gold Project; and (iii) attention to the Company's corporate governance and social responsibilities, including a focus on ongoing safety and environmental compliance, and ongoing positive interaction with the communities within which it operates.

6.5. THE COMPANY'S DIRECTORS AND SENIOR MANAGEMENT

Set out below are the Directors of the Company:

Name	Address	Nationality
Chairman and non-executive Director		
Mr. Arthur George Dew	Longford Station 10 Retreat Road, Bendemeer, New South Wales, 2355 Australia	Australian
Chief executive officer and executive Director		
Mr. Brett Robert Smith	109/17 Freeman Loop, North Fremantle, Western Australia 6159, Australia	Australian
Alternate Director		
Mr. Wong Tai Chun Mark (王大鈞) *(Acting as the alternate director to Mr. Arthur George Dew)*	Flat B, 16th Floor, Tower 5, Ultima, 23 Fat Kwong Street, Homantin, Kowloon, Hong Kong	Chinese

Name	Address	Nationality
Non-executive Director		
Ms. Lam Lai (林黎)	Flat C, 36/F, Tower 3, Phase 6, Bel-air No 8, Bel-Air on the Peak, Island South, Hong Kong	Chinese
Independent non-executive Directors		
Mr. Carlisle Caldow Procter	11 Tara Street, Woollahra NSW 2025 AUSTRALIA	Australian
Mr. Pak Wai Keung Martin (白偉強)	Flat A, 30/F, Arezzo, 33 Seymour Road, Mid-Levels, Hong Kong	Singaporean
Mr. Poon Yan Wai (潘仁偉)	Flat H, 4/F, Block 36, Laguna City, 7 South Laguna Street, Chakwoling, Kowloon, Hong Kong	Chinese

Mr. Arthur George Dew, Chairman and non-executive Director

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Dew's qualifications and experience.

Mr. Brett Robert Smith, chief executive officer

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Smith's qualifications and experience.

Mr. Wong Tai Chu Mark, alternate Director to Mr. Arthur George Dew

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Wong's qualifications and experience.

Ms. Lam Lai, non-executive Director

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Ms. Lam's qualifications and experience.

Mr. Carlisle Caldow Procter, independent non-executive Director

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Procter's qualifications and experience.

Mr. Pak Wai Keung Martin, independent non-executive Director

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Pak's qualifications and experience.

Mr. Poon Yan Wai, independent non-executive Director

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Mr. Poon's qualifications and experience.

Set out below are the members of the Company's senior management team:

Joint company secretaries of the Company	Mr. Peter Anthony Curry, (Bachelor of Laws, Bachelor of Commerce and Member of Chartered Accountants Australia and New Zealand (CA ANZ)) Unit 202, Echelon, 77 South Perth Esplanade, South Perth, WA 6151 Australia Ms. Lau Tung Ni, (Fellow member of The Chartered Governance Institute and The Hong Kong Chartered Governance Institute) 22nd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong

INFORMATION ABOUT THE COMPANY

Authorised representatives of the Company	Mr. Arthur George Dew 10 Retreat Road, Bendemeer NSW 2355 Mr. Peter Anthony Curry Unit 202, Echelon, 77 South Perth Esplanade, South Perth, WA 6151 Australia *Alternate to Mr. Arthur George Dew:* Mr. Wong Tai Chun Mark 22nd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong *Alternate to Mr. Peter Anthony Curry:* Ms. Lau Tung Ni 22nd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong
Chief financial officer	Mr. Daniel Broughton Unit 202, Echelon, 77 South Perth Esplanade, South Perth, WA 6151 Australia
Chief geologist	Mr. Neale Edwards Unit 202, Echelon, 77 South Perth Esplanade, South Perth, WA 6151 Australia
General manager of finance and administration	Ms. Päivi Mikkonen Dragon Mining Oy Kummunkuja 38 FI — 382 00 Sastamala Finland
Chief operating officer	Mr. Petteri Tanner Dragon Mining Oy Kummunkuja 38 FI — 382 00 Sastamala Finland

Project manager at Fäboliden	Mr. Josh Stewart Dragon Mining (Sweden) AB Pauträsk 100 SE — 923 98 Storuman Sweden

Mr. Daniel Broughton, chief financial officer

Refer to “Additional Information of the New Holdco” in Appendix II to this document for information on Mr. Broughton’s qualifications and experience.

Mr. Neale Edwards, chief geologist

Refer to “Additional Information of the New Holdco” in Appendix II to this document for information on Mr. Edward’s qualifications and experience.

Ms. Päivi Mikkonen, general manager of finance and administration

Refer to “Additional Information of the New Holdco” in Appendix II to this document for information on Ms. Mikkonen’s qualifications and experience.

Mr. Petteri Tanner, chief operating officer

Refer to “Additional Information of the New Holdco” in Appendix II to this document for information on Mr. Tanner’s qualifications and experience.

Mr. Joshua Stewart, project manager at Fäboliden

Refer to “Additional Information of the New Holdco” in Appendix II to this document for information on Mr. Stewart’s qualifications and experience.

JOINT COMPANY SECRETARIES

For Australian regulations — Mr. Peter Anthony Curry

Mr. Peter Anthony Curry was appointed as the joint company secretary on 15 October 2025. Mr. Curry holds a Bachelor of Commerce and a Bachelor of Laws from the University of New South Wales. Mr. Curry became a Chartered Accountant and a barrister (non-practising) in Australia in 1978. Mr. Curry has over 50 years of business experience. Mr. Curry joined Peat Marwick Mitchell (now known as KPMG) in Australia in 1974 upon graduation and became a Tax Partner in 1983. Since that time Mr. Curry has worked in different listed and unlisted companies in Australia as executive director/managing director specialising in natural resources, corporate finance, mergers and acquisitions. Mr. Curry has been involved in a range of public and private capital raisings, initial public offering related services and providing corporate and financial advisory services in relation to a range of business transactions including a wide range of mining projects. Mr. Curry was appointed as an executive director of Hong Kong listed company Sun Hung Kai & Co. Limited (“**SHK**”), (Stock

Code: 86) on 1 January 2011 and was redesignated as a non-executive director of SHK on 1 September 2018. Mr. Curry joined SHK as the group chief financial officer in November 2010 until his retirement in September 2018. Mr. Curry is also the non-executive chairman of Tian An Australia Limited, a company listed on the Australian Securities Exchange (ASX: TIA), and a non-executive director of Air Change International Limited, a company listed on the National Stock Exchange of Australia Limited (NSX: AC1).

For Hong Kong regulations — Ms. Lau Tung Ni

Refer to "Additional Information of the New Holdco" in Appendix II to this document for information on Ms. Lau's qualifications and experience.

6.6. THE COMPANY'S ISSUED SECURITIES

All of the issued Shares in the Company comprise fully paid ordinary shares. Under the Corporations Act, Australian registered companies do not have an authorised capital, and there is no concept of "par value" in respect of issued shares.

As at the Latest Practicable Date, the number of Shares the Company has on issue was as follows:

Number of Shares in issue: 189,715,935

All the Shares presently on issue are fully paid or credited as fully paid and rank *pari passu* in all respects with each other and, in particular, qualify in full for all dividends or other distributions declared, made or paid on the Shares.

Changes in the share capital of the Company

Save for the 31,619,322 new Shares issued on 22 September 2025 under general mandate pursuant to the placing agreement as disclosed in the announcements of the Company dated 8 and 9 September 2025, no changes in the share capital of the Company took place within the two years preceding the date of this document.

Changes in the share capital of the subsidiaries

There has been no alteration in the share capital of any of the subsidiaries within the two years immediately preceding the date of this document, save for the incorporation of New Holdco which has one share on issue which is held by the Company.

Listing

All of the existing Shares on issue are listed on the Main Board. No other part of the securities of the Company is listed on or dealt in, nor is any listing of, or permission to deal in, the securities of the Company being or proposed to be sought on, any other recognised stock exchange.

6.7. THE COMPANY'S SUBSTANTIAL SHAREHOLDERS

Given below are the names of all parties who/which were, directly or indirectly, interested in 5% or more of any class of voting Shares of the Company as at the Latest Practicable Date, the respective relevant numbers of Shares in which they were, and/or were deemed to be, interested as at that date as recorded in the register kept by the Company under section 336 of the SFO, or, who were, directly or indirectly, interested in 10% or more of the issued voting shares of any other member of the Group or in options in respect of such capital as at the Latest Practicable Date:

Name of Shareholders	**Capacity/Nature of interest**	**Number of Shares interested**	**Approximate % of the total number of issued shares in Company**	**Notes**
APAC Resources Limited ("**APAC**")	Interest of controlled corporations	51,977,727	(27.39%)	1
Allied Group Limited ("**AGL**")	Interest of controlled corporations	51,977,727	(27.39%)	2
Lee and Lee Trust	Interest of controlled corporations	51,977,727	(27.39%)	3

Notes:

1. The interest in 51,977,727 Shares are held by Allied Properties Resources Limited ("**APRL**"), a wholly-owned subsidiary of Genuine Legend Limited, which in turn is a wholly-owned subsidiary of APAC. APAC is therefore deemed to have an interest in the Shares in which APRL holds an interest.

2. APAC is owned approximately 46.74% by Allied Properties Investments (1) Company Limited ("**API(1)**"), a wholly-owned subsidiary of Allied Properties Overseas Limited ("**APOL**"), which in turn is a wholly-owned subsidiary of Allied Properties (H.K.) Limited ("**APL**"). AGL directly and indirectly (through Capscore Limited, Citiwealth Investment Limited and Sunhill Investments Limited, all being direct wholly-owned subsidiaries of AGL), owned in aggregate 100% of the total number of issued shares of APL. AGL is therefore deemed to have an interest in the Shares in which APAC holds an interest.

3. Mr. Lee Seng Hui, Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of Lee and Lee Trust, being a discretionary trust. The Lee and Lee Trust controlled approximately 74.99% of the total number of issued shares of AGL (inclusive of Mr. Lee Seng Hui's personal interests) and is therefore deemed to have an interest in the Shares in which AGL holds an interest.

4. All interests stated above represent long positions.

Save as disclosed above, as at the Latest Practicable Date, the Directors were not aware of any other persons who had interests or short positions in the Shares or underlying Shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO.

It is noted that Allied Properties Resources Limited has been the single largest Shareholder since 2014 (and is expected that it will remain to be single largest Shareholder upon the HKEx Listing being implemented).

It is noted that on 19 May 2025, AGL announced a conditional voluntary cash offer to acquire all the issued share capital of the Company (the “**Offer**”). As the minimum acceptance condition was not satisfied, the Offer did not become unconditional and lapsed on 8 August 2025. Accordingly, it resulted in no substantial change to the Company’s shareholding structure.

6.8. THE COMPANY’S TOP 20 SHAREHOLDERS

The Company’s top 20 Shareholders as at the Latest Practicable Date are set out in the table below.

Rank	Name of Shareholder	Units Held	% of Units
1.	HKSCC Nominees Limited	183,348,860	96.64
2.	Anna Vorontsova	447,528	0.24
3.	Wolfgang Feldhus	300,000	0.16
4.	Lymtan Pty Ltd <Staff Super Fund A/C>	283,251	0.15
5.	Ignatius Lip Pty Ltd <Ignatius Lip P/L S/Fund A/C>	250,000	0.13
6.	Acemac Pty Limited <Mac Super A/C>	193,048	0.10
7.	Roland Wai-Kue Lee	189,916	0.10
8.	ST Super Pty Ltd <Samuel Tusa Super Fund A/C>	150,000	0.08
9.	Campbell Kitchener Hume & Associates Pty Ltd <C K H Superfund A/C>	112,418	0.06
10.	Joseph Marco Frank Horak and Rona Wynifred Horak <J&R Horak Superfund A/C>	109,917	0.06
11.	Geok Khim Goh	100,000	0.05
12.	Kwan Chui Man	100,000	0.05
13.	William Michael Ernest Lambert	100,000	0.05
14.	Anthony Lawler U/D	92,390	0.05
15.	Andrew Crowe <Est John Greenhalgh A/C>	83,297	0.04
16.	Bartholomew E E Smith	77,951	0.04
17.	Michael Campion	77,000	0.04
18.	Michael Campion	70,000	0.04
19.	Ayrton Investments Pty Ltd	64,003	0.03
20.	Wolfgang Karl Feldhus	51,667	0.03
	Total — Top 20 Holders of Ordinary Shares	**186,201,246**	**98.15**
	Total — Remaining Holders Balance	**3,514,689**	**1.85**

6.9. HISTORICAL FINANCIAL INFORMATION

The historical financial information of the Group for the financial years ended 31 December 2023, 31 December 2024 and 31 December 2025, is set out in Appendix III.

6.10. RECENT DEVELOPMENTS

On 29 April 2026, the Company announced the Reorganisation Proposal. The Directors are not aware of any material adverse change in the financial or trading position of the Group since 31 December 2025, the date to which the latest published audited consolidated financial statement of the Group was made up, and up to the Latest Practicable Date.

The Directors acknowledge that gold prices have fluctuated since 31 December 2025 but based on current internal forecasts, the Directors do not consider this to have resulted in a material adverse change in the Group's financial or trading position. Accordingly, the Board is of the view that the recent volatility in the gold price represents a market risk inherent in the Group's business and is appropriately addressed as a risk factor elsewhere in this document, rather than as a separate material adverse change disclosure (refer to Section 8).

6.11. MATERIAL CHANGES IN THE COMPANY'S FINANCIAL POSITION

Other than the accumulation of profits in the ordinary course of trading to the knowledge of the Directors, the financial position of the Company has not changed materially since 31 December 2025, being the last date of the period to which the financial statements for the full year ended 31 December 2025 relate.

6.12. LITIGATION

As at the Latest Practicable Date, no member of the Group was engaged in any litigation or arbitration of material importance and there is no litigation or claim of material importance known to the Directors to be pending or threatened by or against any member of the Group.

6.13. PUBLICLY AVAILABLE INFORMATION

As a company listed on the Main Board, the Company is subject to regular reporting and disclosure obligations under the Corporations Act, the Listing Rules and the Takeovers Code. Broadly, these obligations require the Company to notify the Stock Exchange of information about specified matters and events as they arise for the purposes of the Listing Rules making that information available to participants in the market. The Company has an obligation under the Listing Rules (subject to some exceptions) to notify the Stock Exchange and the public immediately upon becoming aware of any information concerning it, which a reasonable person would expect to have a material effect on the price or value of Shares.

INFORMATION ABOUT THE COMPANY

The latest publicly available information can be obtained by visiting the Stock Exchange's website at www.hkexnews.hk and the Company's websites at www.dragonmining.com and www.irasia.com/listco/hk/dragonmining/index.htm.