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GT Gold Holdings Limited
大唐黃金控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8299)

MAJOR TRANSACTION IN RELATION TO THE ACQUISITION OF TWO PROJECT COMPANIES IN NINGSHAN COUNTY OF SHAANXI PROVINCE INVOLVING ISSUE AND ALLOTMENT OF CONSIDERATION SHARES BY WAY OF SPECIFIC MANDATE

Reference is made to the Company's announcements dated 30 March 2026 and 31 March 2026 (the "**Announcements**"). Unless otherwise specified, all capitalised terms herein shall bear the same meanings as defined in the Announcements.

As the issue of Consideration Shares is an integral part of the Acquisition, the Company will convene an extraordinary general meeting (the "**EGM**") to seek Shareholders' approval for a specific mandate to allot and issue such Consideration Shares, to facilitate Shareholders' review and voting on the matter.

Accordingly, the Company will not seek approval for the Acquisition by way of written consent from a closely allied group of Shareholders pursuant to Rule 19.44A of the GEM Listing Rules.

The EGM will be held to consider and, if thought fit, approve the Agreement and the transactions contemplated thereunder, including the grant of the specific mandate for the allotment and issue of the Consideration Shares.

A circular containing, among other things, further particulars of the Agreement and the contemplated transactions, financial and other information of the Target Group, unaudited pro forma financial information of the Enlarged Group, the Competent Persons' Report, the Valuation Report is expected to be despatched to the Shareholders on or before 10 June 2026.

By Order of the Board
G T Gold Holdings Limited
Li Dahong
Chairman

Hong Kong, 1 June 2026

As at the date of this announcement, the Board comprises of Dr. Li Dahong (executive Director), Ms. Ma Xiaona (executive Director), Mr. Guo Wei (independent non-executive Director), Mr. Lam Albert Man Sum (independent non-executive Director) and Mr. Cheung Wai Hung (independent non-executive Director).

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website at www.hkexnews.hk for at least seven days from the date of its publication and on the website of the Company at http://www.gt-gold.com/.