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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)

**COMPLETION OF MAJOR TRANSACTION IN RELATION TO
THE ACQUISITION OF TWO PROJECT COMPANIES
IN NINGSHAN COUNTY SHAANXI PROVINCE
INVOLVING THE ISSUE OF CONSIDERATION SHARES
UNDER SPECIFIC MANDATE**

Reference is made to the announcements of GT Gold Holdings Limited (the “**Company**”) dated 30 March 2026 and 31 March 2026 (the “**Announcements**”) and the circular of the Company dated 5 June 2026 (the “**Circular**”) in relation to, among other things, the Acquisition. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements and the Circular.

The Board is pleased to announce that all conditions precedent in the Agreement have been satisfied and Completion took place on 29 June 2026.

Upon Completion, the Target Company has become a direct wholly-owned subsidiary of the Company, and its financial results will be consolidated into the consolidated financial statements of the Group.

In accordance with the terms and conditions of the Agreement, the Company has allotted and issued 676,000,000 Consideration Shares to the Vendor under the Specific Mandate on the Completion Date.

EFFECT OF SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before Completion; and (ii) immediately upon Completion and the issue and allotment of the Consideration Shares are set out as follows:

	Immediately prior to Completion		Immediately upon Completion and after issue and allotment of the Consideration Shares	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Ma Qianzhou (“ Mr. Ma ”) (<i>Note 1</i>)	3,429,354,894	38.69	3,429,354,894	35.94
Zhao Yuebing (“ Ms. Zhao ”) (<i>Note 1</i>)	779,613,860	8.79	779,613,860	8.17
The Vendor (or its nominees) (<i>Note 2</i>)	–	–	676,000,000	7.09
Public Shareholders	4,655,848,966	52.52	4,655,848,966	48.80
	<u>8,864,817,720</u>	<u>100.00</u>	<u>9,540,817,720</u>	<u>100.00</u>

Note:

- (1) Mr. Ma and Ms. Zhao are spouses.
- (2) To be best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Vendor and its ultimate beneficial owner are third parties independent of and not connected with the Company and its connected persons.

By order of the Board
GT Gold Holdings Limited
Dr. Li Dahong
Chairman

Hong Kong, 29 June 2026

As at the date of this notice, the executive Directors are Dr. Li Dahong and Ms. Ma Xiaona; the independent non-executive Directors are Mr. Guo Wei, Mr. Lam Albert Man Sum and Mr. Cheung Wai Hung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 websites of the Company at <http://www.gt-gold.com/>.