

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) 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.



(A company continued under the laws of British Columbia, Canada with limited liability)  
(Hong Kong Stock Code: 1878)  
(TSX Venture Exchange Stock Code: SGQ)

## **DATE OF SPECIAL SHAREHOLDERS MEETING AND THE RECORD DATE; AND EXTENSION OF THE DEFERRAL AGREEMENT**

Reference is made to (i) the announcement of SouthGobi Resources Ltd. (the “**Company**” or “**SouthGobi**”) dated March 26, 2023 in relation to the March 2023 Deferral Agreement (“**March 26 Announcement**”); and (ii) the announcements of the Company dated April 26, 2023 and May 24, 2023 in relation to the Record Date and the postponement of the Special Meeting (collectively referred to as the “**Announcements**”). Capitalized terms used in this announcement shall have the same meaning as those defined in the Announcements unless otherwise defined.

The Company announces that the Special Meeting will convene on Wednesday, August 23, 2023, Vancouver time (Thursday, August 24, 2023, Hong Kong time) in Vancouver, British Columbia, Canada for the purpose of seeking approval of the March 2023 Deferral Agreement from disinterested Shareholders. The Company has agreed with JDZF to extend the cut-off date for obtaining Shareholder approval of the March 2023 Deferral Agreement until September 30, 2023. All other terms and conditions of the March 2023 Deferral Agreement as disclosed in March 26 Announcement remain unchanged.

The record date for the determination of the Shareholders who are entitled to receive the notice of, and to attend and vote at, the Special Meeting or any postponement(s) or adjournment(s) thereof, will be Wednesday, July 19, 2023, Vancouver and Hong Kong (the “**New Record Date**”). Shareholders whose names appear on the shareholders register of the Company at the close of business on the New Record Date will be entitled to attend the Special Meeting and cast votes if his or her shares carry voting rights.

*\* For identification purposes only*

In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at with TSX Trust Company or Computershare Hong Kong Investor Services Limited, as soon as possible and in any event received by no later than 7:30 p.m. (Vancouver time) on Monday, August 21, 2023 (which is 10:30 a.m. on Tuesday, August 22, 2023, Hong Kong time), or 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Vancouver, British Columbia, Canada and public holidays in Hong Kong, China) before the Special Meeting or any postponement(s) or adjournment(s) thereof.

A notice of the Special Meeting which contains, amongst other things, the time, venue and the detailed agenda of the Special Meeting, along with a management circular concerning certain matters to be considered at the Special Meeting, including full details of the Deferral and the terms and conditions of the March 2023 Deferral Agreement, will be dispatched to Shareholders in due course and filed under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com).

By order of the Board  
**SouthGobi Resources Ltd.**  
**Mao Sun**  
*Lead Director*

Vancouver, July 5, 2023

Hong Kong, July 5, 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Ruibin Xu, Ms. Chonglin Zhu and Mr. Chen Shen; the independent non-executive directors of the Company are Mr. Yingbin Ian He, Mr. Mao Sun and Ms. Jin Lan Quan; and the non-executive directors of the Company are Mr. Zhu Gao and Mr. Zaixiang Wen.*