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Lingbao Gold Group Company Ltd.

靈寶黃金集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3330)

**POLL RESULTS OF THE
2023 ANNUAL GENERAL MEETING HELD ON 29 MAY 2024
AND PAYMENT OF DIVIDEND**

Reference is made to the circular of Lingbao Gold Group Company Ltd. dated 26 April 2024 (the “**Circular**”). Unless otherwise indicated, the terms used herein shall have the same meanings as those used in the Circular.

At the AGM held on 29 May 2024, all proposed resolutions as set out in the AGM Notice dated 26 April 2024 were taken by poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Details of the result of poll voting are stated below:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To consider and approve the report of the board of directors of the Company (the “ Board ”) for the year 2023.	862,621,255 100.00%	0 0.00%
2.	To consider and approve the report of the supervisory committee of the Company for the year 2023.	862,501,255 99.99%	120,000 0.01%
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditors’ report for the year ended 31 December 2023.	862,501,255 99.99%	120,000 0.01%

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
4.	To consider and approve the following candidates as directors of the Company of the eighth session of the Board with a term of three years commencing from the conclusion of the AGM:		
	(a) to elect Mr. Chen Jianzheng as an executive director of the Company;	862,443,255 99.98%	178,000 0.02%
	(b) to elect Mr. Xing Jiangze as an executive director of the Company;	862,621,255 100.00%	0 0.00%
	(c) to elect Mr. He Chengqun as an executive director of the Company;	862,443,255 99.98%	178,000 0.02%
	(d) to elect Mr. Wu Liming as an executive director of the Company;	862,621,255 100.00%	0 0.00%
	(e) to elect Ms. Zhao Li as an executive director of the Company;	862,621,255 100.00%	0 0.00%
	(f) to elect Mr. Zhang Feihu as a non-executive director of the Company;	862,443,255 99.98%	178,000 0.02%
	(g) to elect Mr. Wang Guanran as a non-executive director of the Company;	862,621,255 100.00%	0 0.00%
	(h) to elect Mr. Yeung Chi Tat as an independent non-executive director of the Company;	862,443,255 99.98%	178,000 0.02%
	(i) to elect Mr. Tan Chong Huat as an independent non-executive director of the Company;	862,621,255 100.00%	0 0.00%
	(j) to elect Mr. Bo Shao Chuan as an independent non-executive director of the Company; and	862,621,255 100.00%	0 0.00%
	(k) to elect Mr. Guo Michael Xinsheng as an independent non-executive director of the Company.	862,621,255 100.00%	0 0.00%
5.	To consider and approve the following candidates as supervisors of the Company acting as Shareholders' representatives of the eighth session of the Supervisory Committee with a term of three years commencing from the conclusion of the AGM:		
	(a) to elect Mr. Liu Haotian as a supervisor acting as shareholders' representative of the Company;	862,621,255 100.00%	0 0.00%

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
	(b) to elect Mr. Guo Xurang as a supervisor acting as shareholders' representative of the Company; and	862,621,255 100.00%	0 0.00%
	(c) to elect Mr. Zhao Bingbing as a supervisor acting as shareholders' representative of the Company.	862,621,255 100.00%	0 0.00%
6.	To authorise the Board to fix the remuneration of the directors and supervisors of the Company for the year 2023.	862,621,255 100.00%	0 0.00%
7.	To consider and approve the final dividend for the year ended 2023.	862,621,255 100.00%	0 0.00%
8.	To re-appoint BDO Limited as the Company's international auditors and BDO China Shu Lun Pan CPA as the Company's PRC auditors and to authorise the Board to fix their remuneration.	862,501,255 99.99%	120,000 0.01%
9.	To consider and approve any motion proposed by any shareholder of the Company holding 5% or more of the shares with voting rights at such meeting, if any*.	122,378,620 97.32%	3,372,000 2.68%

* No motion was proposed by shareholder of the Company holding 5% or more of the shares with voting rights during the meeting.

SPECIAL RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To consider and approve the general mandate to issue new shares.	857,551,255 99.41%	5,070,000 0.59%
2.	To consider and approve the proposal in relation to the grant of authorisation to the Board to issue debt financing instruments.	859,129,255 99.60%	3,492,000 0.40%
3.	To consider and approve the proposed amendments to the articles of association of the Company.	862,501,255 99.99%	120,000 0.01%

As at the date of the AGM, the issued share capital of the Company was 1,243,476,055 shares (“**Shares**”) of the Company. The total number of Shares entitling the holder to attend and vote for or against the ordinary resolutions and special resolutions at the AGM was 1,243,476,055 Shares, representing 100% of the total issued share capital of the Company. No Shares entitling the holder to attend and abstain from voting in favour

of any resolution proposed at the AGM pursuant to Rule 13.40 of the Listing Rules. No shareholder was required to abstain from voting under the Listing Rules. No shareholder has stated its intention in the Circular to vote against or to abstain from voting on any resolution proposed at the AGM.

As more than 50% of the valid votes were cast in favour of all ordinary resolutions, all ordinary resolutions were duly passed by way of poll at the AGM.

As more than two thirds of the votes were cast in favour of all special resolutions, all special resolutions were duly passed by way of poll at the AGM.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as scrutineer for the AGM.

All directors attended the AGM in person or by electronic means.

ELECTION OF THE EIGHTH SESSION OF THE BOARD AND THE SUPERVISORY COMMITTEE

At the AGM, Mr. Chen Jianzheng, Mr. Xing Jiangze, Mr. He Chengqun, Mr. Wu Liming and Ms. Zhao Li, Mr. Zhang Feihu, Mr. Wang Guanran, Mr. Yeung Chi Tat, Mr. Tan Chong Huat, Mr. Bo Shao Chuan and Mr. Guo Michael Xinsheng were duly elected by the shareholders as directors of the eighth session of the Board.

At the AGM, Mr. Liu Haotian, Mr. Guo Xurang and Mr. Zhao Bingbing were duly elected by the shareholders as supervisors representing the shareholders of the eighth session of the Supervisory Committee. In addition, at the staffs and workers meeting of the Company, Mr. Zhou Yi and Mr. Yang Shilei were duly elected by the staffs and workers of the Company as supervisors representing staffs and workers of the eighth session of the Supervisory Committee. The appointment of the members of the eighth session of the Board and the members of the eighth session of the Supervisory Committee shall be effective from the conclusion of the AGM with a term of three years.

Biographical details of the supervisors representing staffs and workers of the eighth session of the Supervisory Committee are set out as follows:

Mr. Zhou Yi (周熠先生) (“**Mr. Zhou**”), born in November 1965, obtained a master's degree in automation from the Second Artillery Engineering College (二炮工程學院) and holds the title of associate professor. From 1989 to 1994, he served as a teaching assistant and lecturer in the Automation Department of the Second Artillery Engineering College. During his tenure, Mr. Zhou was awarded two third prizes in the Military Scientific and Technological Advancements (軍隊科技進步三等獎兩項). From 1994 to 2008, he held various positions, including a lecturer, associate professor, and deputy director of the teaching and research office for military science and technology at the National University of Defense Technology, where he was awarded one third prize in Military

Teaching Achievements (軍隊教學成果三等獎). In 2008, he was reassigned to Central South University, where he successively served as the director of the Resource Department of the Central South University Archives, and the deputy leader of the Laboratory Equipment Procurement and Acceptance Group at the Asset Management Department of Central South University. After joining Lingbao Gold Group Company Ltd. in October 2022, he successively held various positions, including the deputy manager and manager of the Human Resources Department, deputy general manager of the Nanshan branch, as well as vice president from March 2024 to May 2024. With effect from May 2024, he serves as the Chairman of the Supervisory Committee.

Mr. Zhou will enter into a service contract for a term of three years with the Company and a resolution has been proposed to authorise the Board to determine the emoluments of Mr. Zhou. The emoluments will be determined with reference to his duties and responsibility in the Company, the Company's performance and the market situation. Mr. Zhou will be subject to rotational retirement and re-election requirements pursuant to the Articles. As at the date of this announcement, Mr. Zhou has no personal interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance ("SFO"). Mr. Zhou has confirmed that he is and was not connected with any directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Zhou has confirmed that there are no other matters relating to his election or re-election that need to be brought to the attention of the shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules. Mr. Zhou holds no directorship in other listed public companies nor other major appointments in the last three years.

Mr. Yang Shilei (楊石磊先生) ("**Mr. Yang**"), born in September 1983, an environmental engineer. He graduated from the Third Military Medical University in July 2007 and obtained the bachelor degree of clinical medicine. Currently, he is serving as the deputy manager of the securities legal department and chairman of Lingbao Xinan Solid Waste Disposal Co., Ltd. (靈寶鑫安固體廢物處置有限責任公司). Mr. Yang was appointed as a supervisor of the Group and the vice chairman of the Supervisory Committee in March 2019.

Mr. Yang will enter into a service contract for a term of three years with the Company and a resolution has been proposed to authorise the Board to determine the emoluments of Mr. Yang. The emoluments will be determined with reference to his duties and responsibility in the Company, the Company's performance and the market situation. Mr. Yang will be subject to rotational retirement and re-election requirements pursuant to the Articles. As at the date of this announcement, Mr. Yang has no personal interest in the Company within the meaning of Part XV of the SFO. Mr. Yang has confirmed that he is and was not connected with any directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Yang has confirmed that there are no other matters relating to his election or re-election that need to be brought to the attention of the shareholders and there is no other information

which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules. Mr. Yang holds no directorship in other listed public companies nor other major appointments in the last three years.

The information of the directors of the eighth session of the Board and the shareholder representative supervisors of the eighth session of the Supervisory Committee required to be disclosed in accordance with Rules 13.51(2) of the Listing Rules was set out in the Circular. As at the date of this announcement, Mr. Wang Guanran is deemed to be interested in (i) 185,339,000 Domestic Shares of the Company directly held by Shenzhen Jiesi Weiye Holding Co., Ltd. (深圳傑思偉業控股股份有限公司), which in turn is owned as to approximately 65.68% by Mr. Wang Guanran; and (ii) 319,772,164 H Shares of the Company directly held by Jesi Industrial Development (Hong Kong) Limited (傑思實業發展(香港)有限公司) (Formerly known as D&R Industrial Development (Hong Kong) Limited (達仁實業發展(香港)有限公司)) (“**Jesi Hong Kong**”). Jesi Hong Kong is wholly owned by Shenzhen Jiesi Dingxin Holdings Co., Ltd. (深圳杰思鼎欣控股有限公司) (Formerly known as Shenzhen D&R Industrial Development Limited (深圳達仁實業發展有限公司)) (“**Jiesi Shenzhen**”). Jiesi Shenzhen is wholly owned by Shenzhen Jiesi Weiye Holding Co., Ltd (深圳傑思偉業控股股份有限公司), which in turn is owned as to approximately 65.68% by Mr. Wang Guanran. Accordingly, Mr. Wang Guanran is deemed to be interested in the same number of Shares of the Company held by Jiesi Shenzhen and Jesi Hong Kong respectively within the meaning of Part XV of the SFO. Mr. Yeung Chi Tat has been serving as independent non-executive director of Sichuan Baicha Baidao Industrial Co., Ltd. (02555.HK) since April 2024. Save for the above, as at the date of this announcement, there are no other changes in the information of the directors and supervisors above as set out in the Circular required to be disclosed.

RETIREMENT OF DIRECTORS

Due to the expiration of the term of office, Mr. Dai Weitao retired as the executive director and Mr. Wang Guanghua, Mr. Wang Jiheng and Mr. Xu Rong retired as the independent non-executive director, with effect from 29 May 2024. The Company would like to express its gratitude to them for their contribution to the Company during their term of office as directors. The abovementioned persons have confirmed that they have no disagreement with the Board, and there are no matters relating to their retirement as directors that need to be brought to the attention of the shareholders.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The first meeting of the eighth session of the Board was held on the same day and resolved to elect Mr. Chen Jianzheng as the chairman of the eighth session of the Board, and resolved to appoint the chairman and members of each special committee under the eighth session of the Board as follows:

Board Committees

Strategy Committee	Mr. Chen Jianzheng (<i>Chairman</i>) Mr. Xing Jiangze Mr. He Chengqun Mr. Wu Liming Ms. Zhao Li Mr. Bo Shao Chuan
Audit Committee	Mr. Yeung Chi Tat (<i>Chairman</i>) Mr. Zhang Feihu Mr. Tan Chong Huat Mr. Bo Shao Chuan Mr. Guo Michael Xinsheng
Nomination Committee	Mr. Bo Shao Chuan (<i>Chairman</i>) Mr. Chen Jianzheng Mr. Wang Guanran Mr. Tan Chong Huat Mr. Guo Michael Xinsheng
Remuneration and Review Committee	Mr. Tan Chong Huat (<i>Chairman</i>) Mr. Xing Jiangze Ms. Zhao Li Mr. Bo Shao Chuan Mr. Guo Michael Xinsheng

PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that the Company will pay a final dividend for the year ended 31 December 2023 of RMB0.065 (tax inclusive) (equivalent to approximately HKD0.071406) per share on or about Wednesday, 31 July 2024. Payment will be made to the shareholders whose names appeared on the register of members of the Company at the close of business on Friday, 7 June 2024. Dividends payable to holders of H Shares will be paid in Hong Kong dollars (“**HKD**”). The final dividend payable in Hong Kong dollars will be converted from RMB at the average middle rate of RMB to Hong Kong dollars as announced by the People’s Bank of China for the period from 25 May 2024 to 29 May 2024, and it is RMB0.910293 to HKD1.00.

Accordingly, the amount of final dividend payable for each H Share is HKD0.071406 (tax inclusive). Such final dividend will be paid by Bank of China (Hong Kong) Trustees Ltd, the Company's receiving agent in Hong Kong, and would be mailed by Computershare Hong Kong Investor Services Limited to the holders of H Shares who are entitled to receive the same by ordinary post at their own risk on or about Wednesday, 31 July 2024.

For more details of arrangements in relation to the withholding and payment of individual income tax, please refer to the Company's announcement of annual results for the year ended 31 December 2023 dated 27 March 2024. The Company disclaims any liability in respect of any claims arising from any delay in, or inaccurate determination of the status of the shareholders or any disputes over the mechanism of withholding.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution on the Proposed Amendments was duly passed by way of a special resolution at the AGM. The Amended Articles will come into effect on 29 May 2024, the full text of which is available on the website of the Stock Exchange (www.hkexnews.hk) and the Company (www.irasia.com/listco/hk/lingbao).

By order of the Board
Lingbao Gold Group Company Ltd.
Chen Jianzheng
Chairman

Lingbao City, Henan Province, the People's Republic of China
29 May 2024

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Chen Jianzheng, Mr. Xing Jiangze, Mr. He Chengqun, Mr. Wu Liming and Ms. Zhao Li; two non-executive directors, namely Mr. Zhang Feihu and Mr. Wang Guanran; and four independent non-executive directors, namely Mr. Yeung Chi Tat, Mr. Tan Chong Huat, Mr. Bo Shao Chuan and Mr. Guo Michael Xinsheng.