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**SD-GOLD**

**SHANDONG GOLD MINING CO., LTD.**

**山東黃金礦業股份有限公司**

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

**(Stock Code: 1787)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Set out below is the Announcement of Shandong Gold Mining Co., Ltd. in Relation to the Plan for Controlling Shareholder and its Parties Acting in Concert to Initially Increase Their Shareholdings in the Company and Its Progress, published by Shandong Gold Mining Co., Ltd. (the “**Company**”) on the website of the Shanghai Stock Exchange at [www.sse.com.cn](http://www.sse.com.cn), for information purpose only.

By order of the Board  
**Shandong Gold Mining Co., Ltd.**  
**Li Hang**  
*Chairman*

Jinan, the PRC, 31 July 2025

*As at the date of this announcement, the executive directors of the Company are Mr. Liu Qin, Mr. Wang Shuhai and Mr. Tang Qi; the non-executive directors of the Company are Mr. Li Hang and Ms. Wang Xiaoling; and the independent non-executive directors of the Company are Mr. Wang Yunmin, Mr. Liew Fui Kiang and Ms. Zhao Feng.*

Stock Code: 600547  
No.: Lin 2025-045

Stock Abbreviation: SD GOLD

Announcement

**SHANDONG GOLD MINING CO., LTD.**  
**ANNOUNCEMENT IN RELATION TO THE PLAN**  
**FOR CONTROLLING SHAREHOLDER AND ITS**  
**PARTIES ACTING IN CONCERT TO INITIALLY**  
**INCREASE THEIR SHAREHOLDINGS IN THE**  
**COMPANY AND ITS PROGRESS**

The board of directors of the Company and all its directors and relevant shareholders guarantee that, this announcement does not contain any false information, misleading statement or material omission, and accept responsibility for the authenticity, accuracy and completeness of the contents of this announcement.

**IMPORTANT NOTICE:**

● **Disclosed information on the Shareholding Increase Program:** Shandong Gold Mining Co., Ltd. (hereinafter referred to as the “Company” or “SD Gold”) disclosed the Announcement in Relation to the Plan for Controlling Shareholder and its Parties Acting in Concert to Increase Their Shareholdings in the Company (Announcement No.: Lin 2025-019) on 10 April 2025. In light of the confidence in the Company’s sustainable and stable development in the future as well as the recognition of the Company’s long-term investment value, Shandong Gold Group Co., Ltd. (hereinafter referred to as “SD Gold Group”), the controlling shareholder of the Company, and its parties acting in concert plan to increase their shareholding in A Shares of SD Gold through the centralized bidding or bulk trading on the Shanghai Stock Exchange system within twelve months since 9 April 2025 as and when appropriate, with the amount of the proposed shareholding increase not less than RMB0.5 billion (inclusive) and not more than RMB1.0 billion (inclusive) (hereinafter

referred to as the “Shareholding Increase Program”). The entity increasing its shareholding will implement the Shareholding Increase Program as and when appropriate based on its reasonable judgment of the Company’s stock price.

● **Initial shareholding increase and implementation progress of the Shareholding Increase Program:** The Company received the Notice on the Implementation Progress of the Shareholding Increase Program from SD Gold Group on 31 July 2025. On 31 July 2025, SD Gold Group used its own funds and special loans for the shareholding increase to conduct its initial shareholding increase of 500,000 A Shares of the Company through the centralized bidding on the Shanghai Stock Exchange, representing 0.0112% of the Company’s total share capital, with the cumulative amount of the shareholding increase of approximately RMB14.6650 million (excluding transaction commissions and other fees). The Shareholding Increase Program has not yet been fully implemented, and SD Gold Group and its parties acting in concert will continue to increase their shareholding in the Company’s Shares in accordance with the Shareholding Increase Program.

● **Risk of failure to implement the Shareholding Increase Program:** The Shareholding Increase Program may face risks of being delayed or unable to be implemented due to factors such as changes in capital market conditions.

I. THE BASIC INFORMATION ON THE ENTITY TO THE SHAREHOLDING INCREASE

Name of the entity increasing its shareholding	Shandong Gold Group Co., Ltd.
Capacity of the entity increasing its shareholding	Controlling shareholder, actual controller <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Parties acting in concert with controlling shareholder, actual controller <input type="checkbox"/> Yes <input type="checkbox"/> No Shareholders directly holding more than 5% of Shares <input type="checkbox"/> Yes <input type="checkbox"/> No Directors, supervisors and senior management <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Others: _____

Number of Shares held prior to the shareholding increase	<u>1,620,488,871</u> Shares
Shareholding percentage prior to the shareholding increase (as percentage of total share capital)	<u>36.2248</u> %

Name of the entity increasing its shareholding	Shandong Gold Resources Development Co., Ltd.
Capacity of the entity increasing its shareholding	Controlling shareholder, actual controller <input type="checkbox"/> Yes <input type="checkbox"/> No Parties acting in concert with controlling shareholder, actual controller <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Shareholders directly holding more than 5% of Shares <input type="checkbox"/> Yes <input type="checkbox"/> No Directors, supervisors and senior management <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Others: _____
Number of Shares held prior to the shareholding increase	<u>268,372,049</u> Shares
Shareholding percentage prior to the shareholding increase (as percentage of total share capital)	<u>5.9992</u> %

Name of the entity increasing its shareholding	Shandong Gold Nonferrous Metal Mining Group Co., Ltd.
Capacity of the entity increasing its shareholding	Controlling shareholder, actual controller <input type="checkbox"/> Yes <input type="checkbox"/> No

	Parties acting in concert with controlling shareholder, actual controller <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Shareholders directly holding more than 5% of Shares <input type="checkbox"/> Yes <input type="checkbox"/> No Directors, supervisors and senior management <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Others: _____
Number of Shares held prior to the shareholding increase	<u>102,941,860</u> Shares
Shareholding percentage prior to the shareholding increase (as percentage of total share capital)	<u>2.3012</u> %

Name of the entity increasing its shareholding	Shandong Gold Group Qingdao Gold Co., Ltd.
Capacity of the entity increasing its shareholding	Controlling shareholder, actual controller <input type="checkbox"/> Yes <input type="checkbox"/> No Parties acting in concert with controlling shareholder, actual controller <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Shareholders directly holding more than 5% of Shares <input type="checkbox"/> Yes <input type="checkbox"/> No Directors, supervisors and senior management <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Others: _____
Number of Shares held prior to the shareholding increase	<u>31,467,157</u> Shares
Shareholding	<u>0.7034</u> %

percentage prior to the shareholding increase (as percentage of total share capital)	
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Name of the entity increasing its shareholding	Shandong Gold (Beijing) Industry Investment Co., Ltd.
Capacity of the entity increasing its shareholding	Controlling shareholder, actual controller <input type="checkbox"/> Yes <input type="checkbox"/> No Parties acting in concert with controlling shareholder, actual controller <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Shareholders directly holding more than 5% of Shares <input type="checkbox"/> Yes <input type="checkbox"/> No Directors, supervisors and senior management <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Others: _____
Number of Shares held prior to the shareholding increase	<u>3,257,045</u> Shares
Shareholding percentage prior to the shareholding increase (as percentage of total share capital)	<u>0.0728</u> %

Before the implementation of the Shareholding Increase Program, SD Gold Group directly holds 1,620,488,871 Shares of the Company, accounting for 36.2248% of the total share capital of the Company. The parties acting in concert of SD Gold Group including Shandong Gold Resources Development Co., Ltd., Shandong Gold Nonferrous Metal Mining Group Co., Ltd., Shandong Gold Group Qingdao Gold Co., Ltd. and Shandong Gold (Beijing) Industry Investment Co., Ltd. hold a total of 406, 038, 111 Shares of the Company, accounting for 9.0766% of the total share capital of the Company. SD Gold Group and its parties acting in concert hold a total of

2, 026, 526, 982 Shares of the Company, accounting for 45.3014% of the total share capital of the Company.

## II. PROGRESS IN THE IMPLEMENTATION OF THE SHAREHOLDING INCREASE PROGRAM

Name of the entity increasing its shareholding	Shandong Gold Group Co., Ltd.
First disclosure date of the Shareholding Increase Program	10 April 2025
Proposed implementation period of the Shareholding Increase Program	9 April 2025~8 April 2026
Proposed shareholding increase amount of the Shareholding Increase Program	A Shares: RMB500 million~RMB1 billion
Proposed shareholding increase number of the Shareholding Increase Program	No specified number range for the shareholding increase
Proposed shareholding increase ratio of the Shareholding Increase Program	No specified ratio range for the shareholding increase
Implementation period of the shareholding increase	31 July 2025
Method and number of the shareholding increase	SD Gold Group increased their shareholdings in 500,000 A Shares of the Company through centralized bidding on the Shanghai Stock Exchange
Amount of the	RMB14.6650 million

shareholding increase	
Ratio of the shareholding increase (as percentage of total share capital)	0.0112%
Cumulative amount of the shareholding increase	RMB14.6650 million
Cumulative number of the shareholding increase	500,000 Shares
Cumulative ratio of the shareholding increase (as percentage of total share capital)	0.0112%
Fund arrangement for subsequent shareholding increase	SD Gold Group and its parties acting in concert will continue to implement the subsequent shareholding increase in accordance with the Shareholding Increase Program, using their self-owned funds and special loans for shareholding increase

### III. RISK WARNINGS RELATED TO THE IMPLEMENTATION OF THE SHAREHOLDING INCREASE PROGRAM

(I) The implementation of the Shareholding Increase Program may fail to meet expectations due to changes in the capital market conditions or other unforeseeable risk factors at present.

(II) Whether the Shareholding Increase Program will lead to changes in the controlling shareholder and actual controller of the Company: ☐ Yes ☒ No

(III) Half of the original the Shareholding Increase Program period has elapsed. Whether the actual number of shareholding increase is less than half or less than 50% of the lower limit of the range: ☐ Yes ☒ No



(IV) Whether the entity increasing its shareholding has terminated the Shareholding Increase Program in advance: ☐ Yes ☒ No

#### **IV. OTHER EXPLANATIONS**

(I) The implementation of the Shareholding Increase Program will not result in the Company's equity distribution failing to meet the listing requirements, will not lead to changes in the Company's actual controller, and will not have an impact on the Company's governance structure and continuous operations.

(II) The Company will, in accordance with the Administration Measures on Takeover of Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, Guidelines No. 8 for Self-Regulatory Supervision on Listed Companies of Shanghai Stock Exchange – Management on Share Changes, and other relevant regulations, continue to pay attention to the progress for the shareholding increase in the Company in SD Gold Group and its parties acting in concert, and will timely fulfill its information disclosure obligations in accordance with relevant regulations.

The Board of Directors of Shandong Gold Mining Co., Ltd.

31 July 2025