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Laopu Gold Co., Ltd.
老鋪黃金股份有限公司
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6181)

PROPOSED ELECTION OF NEW SESSION OF THE BOARD AND PROPOSED ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE

PROPOSED ELECTION OF NEW SESSION OF THE BOARD

The board of directors (the "**Directors**") (the "**Board**") of Laopu Gold Co., Ltd. (the "**Company**", together with its subsidiaries, the "**Group**"), hereby announces that the Company, at the Board meeting held on October 22, 2025, has considered and approved, among others, the proposal regarding the election of new session of the Board.

Considering the expiration of the term of office of the second session of the Board, the Company proposes to elect a new session of the Board in accordance with the relevant laws and regulations and the Company's existing Articles of Association (the "**Articles of Association**"). As recommended by the nomination committee of the Board and as considered and approved by the Board, the Director candidates for the third session of the Board are as follows:

Executive Director candidates: Mr. XU Gaoming, Mr. FENG Jianjun, Mr. XU Rui and Mr. JIANG Xia

Independent non-executive Director candidates: Mr. SUN Yijun, Dr. HE Yurun and Mr. SEE Tak Wah

The Board agreed to submit the above list of Director candidates for third session of the Board to the forthcoming extraordinary general meeting ("**EGM**") of the Company for consideration and approval to elect 4 executive Directors and 3 independent non-executive Directors, with a total of 7 Directors to form the third session of the Board. The term of office of the Directors of the third session of the Board is three years, with effect from the date of approval at the EGM. All the existing members of the second session of the Board continue to perform their duties before the appointment of the members of the third session of the Board.

The above Director candidates have respectively confirmed that they have no disagreement on the nomination.

Pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**"), the details of the biographies of the Director candidates for the third session of the Board and other information relating to their appointments are set out in Appendix I to this announcement.

Each of the independent non-executive Director candidates has further confirmed that (i) he/she meets each of the relevant independence standards set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries, and does not have any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his/her independence at the time of his/her nomination. The Board is also of the view that they have complied with the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent pursuant to the provisions of the guidelines.

PROPOSED ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE

The Company, at the meeting of the supervisory committee of the Company (the "**Supervisory Committee**") held on October 22, 2025, has considered and approved, among others, the proposal regarding the election of new session of the Supervisory Committee.

Considering the expiration of the term of office of the second session of the Supervisory Committee, the Company proposes to elect a new session of the Supervisory Committee in accordance with the relevant laws and regulations and the Articles of Association. As considered and approved by the Supervisory Committee, the non-employee representative supervisor candidates for the third session of the Supervisory Committee are as follows:

Non-employee representative supervisor candidates: Ms. XIAO Yanhui and Mr. SUI Wu

Ms. PENG Liuhua was elected as the employee representative supervisor of the Company at the employee representative meeting held on October 22, 2025, whose term of office is consistent with that of the third session of the Supervisory Committee.

The Supervisory Committee agreed to submit the above list of non-employee representative supervisor candidates for third session of the Supervisory Committee to the EGM for consideration and approval to elect 2 non-employee representative supervisors. Together with 1 employee representative supervisor elected through employees' democratic election, these 3 supervisors will compose the third session of the Supervisory Committee. The term of office of the supervisors of the third session of the Supervisory Committee is three years, with effect from the date of approval at the EGM. All the existing members of the second session of the Supervisory Committee continue to perform their duties before the appointment of the members of the third session of the Supervisory Committee.

The above non-employee representative supervisor candidates have respectively confirmed that they have no disagreement on the nomination.

Pursuant to the requirements of Rule 13.51(2) of the Listing Rules, the details of the biographies of the non-employee representative supervisor candidates and the employee representative supervisor for the third session of the Supervisory Committee and other information relating to their appointments are set out in Appendix II to this announcement.

GENERAL

The above proposal regarding the proposed election of new session of the Board and the proposal regarding the proposed election of new session of the Supervisory Committee will be submitted to the EGM to be considered and approved by way of ordinary resolutions. A circular containing, among others, detailed information in relation to (i) the candidates for Directors of the third session of the Board; and (ii) the candidates for non-employee representative supervisors of the third session of the Supervisory Committee, together with a notice of the EGM, will be published on the website of the Hong Kong Stock Exchange (**www.hkexnews.hk**) and the Company's website (**www.lphj.com**) in due course and despatched to the H shareholders of the Company in accordance with their chosen method of receipt of communications.

By Order of the Board
Laopu Gold Co., Ltd.
老鋪黃金股份有限公司
XU Gaoming
Chairman and Executive Director

Hong Kong, October 22, 2025

As at the date of this announcement, the Board of Directors of the Company comprises (i) Mr. Xu Gaoming, Mr. Feng Jianjun, Mr. Xu Rui and Mr. Jiang Xia as executive directors; and (ii) Mr. Sun Yijun, Dr. He Yurun and Mr. See Tak Wah as independent non-executive directors.

CANDIDATES FOR EXECUTIVE DIRECTORS

Mr. XU Gaoming

Mr. XU Gaoming (徐高明), aged 60, is the founder, executive Director, chairman of the Board, general manager and director of research and development (R&D) department of our Company. He has been our Director, general manager and director of R&D department since December 2016, and has served as the chairman of the Board since November 2019. He was re-designated as an executive Director and appointed as the chairman of the Board of our Company on November 9, 2023. He is primarily responsible for the overall operation, management, Board-related works and the research and development of products of our Company.

As at the date of the announcement, Mr. Xu was interested or deemed to be interested in the following shares of the Company within the meaning of Part XV of the SFO: (i) 31,934,400 shares directly held by him; (ii) 56,101,300 shares held by Beijing Hongqiao Jinji Consulting Co., Ltd. ("**Hongqiao Jinji**"), a controlled corporation, which is held as to 70% by Mr. Xu and as to 30% by his concerted party, Mr. Xu Dongbo; and (iii) 14,319,200 shares held by Mr. Xu Dongbo (as Mr. Xu and Mr. Xu Dongbo entered into a joint-control confirmation, Mr. Xu and Mr. Xu Dongbo are deemed to be concert parties), accounting for approximately 59.28% of the total issued shares of the Company.

Mr. FENG Jianjun

Mr. FENG Jianjun (馮建軍), aged 56, is an executive Director and vice general manager of our Company. He has been our Director since November 2019 and vice general manager of our Company since January 2017. Mr. Feng was re-designated as an executive Director on November 9, 2023. He is primarily responsible for market expansion of our Company.

Mr. XU Rui

Mr. XU Rui (徐鋭), aged 44, is an executive Director and general manager of the business department of our Company. He has been our Director since November 2019 and general manager of the business department of our Company since January 2017. Mr. Xu Rui was re-designated as an executive Director on November 9, 2023. He is primarily responsible for overall management of the business department of our Company.

Mr. JIANG Xia

Mr. JIANG Xia (蔣霞), aged 48, is an executive Director of our Company. He has been the director of the quality inspection department of our Company since February 2018. Further, he has been a supervisor of Yueyang Laopu Gold Filigree Craft Co., Ltd. since March 2018. Mr. Jiang was appointed as an executive Director on November 9, 2023 (effective upon the Listing Date). He is primarily responsible for overall management of the quality inspection department of our Company.

CANDIDATES FOR INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. SUN Yijun

Mr. SUN Yijun (孫亦軍), aged 56, was appointed as an independent non-executive Director on October 16, 2023. He is primarily responsible for providing independent advice and judgment to the Board.

Mr. Sun has over 20 years of experience in research, sales and client management in the electronic industry. Mr. Sun has served as the general manager and a Director of Vanchip (Tianjin) Technology Co., Ltd. (唯捷創芯(天津)電子技術股份有限公司) (whose shares are listed on the Shanghai Stock Exchange (stock code: 688153)) since October 2010 and June 2015, respectively.

Dr. HE Yurun

Dr. HE Yurun (何玉潤), aged 50, was appointed as an independent non-executive Director on October 30, 2023. She is primarily responsible for providing independent advice and judgment to the Board.

Dr. He has over 20 years of experience in accounting, internal control and corporate governance. Since February 2022, she has successively served as the divisional Director of planning and finance department, and the dean of the business school of Beijing Technology and Business University (北京工商大學). She has been a professor and a supervisor of doctoral students of Beijing Technology and Business University since January 2016 and April 2017, respectively. Further, she has been a Certified Public Accountant registered in the PRC since October 2004, and has been a senior member of Chinese Institute of Certified Public Accountants since December 2021.

From March 2021 to April 2024, Dr. He has served as an independent Director of Baolingbao Biology Co., Ltd. (保齡寶生物股份有限公司), a manufacturer of corn-based health food ingredients whose shares are listed on the Shenzhen Stock Exchange (stock code: 002286).

Mr. SEE Tak Wah

Mr. SEE Tak Wah (施德華), aged 61, was appointed as an independent non-executive Director on November 9, 2023 (effective upon the Listing Date). He is primarily responsible for providing independent advice and judgment to the Board.

Mr. See has over 34 years of experience in financial and general management. Mr. See currently runs his own boutique management consultancy practice, Excello Partnership Asia Limited.

Mr. See has been and is currently serving as an independent non-executive Director of Tesson Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 01201), since January 2017. He has been and is currently serving as an independent non-executive Director of Lever Style Corporation, a company listed on the Main Board of the Stock Exchange (stock code: 01346), since October 2019.

Mr. See has been a member of the Institute of Chartered Accountants of New Zealand since May 1990, a member of the Hong Kong Institute of Certified Public Accountants since January 1991 and a fellow member of the Hong Kong Institute of Directors since February 2006.

OVERVIEW

Pursuant to the Articles of Association, the term of office for Directors is three years. Subject to the provisions of the Articles of Association, they are eligible for re-election upon the expiry of their term.

The term of office for the aforementioned Director candidates will be from the date of approval at the EGM until the expiry of the term of the third session of the Board. During their term of office, the executive Directors will not receive any remuneration by virtue of their directorship, but will receive remuneration (if applicable) based on their other employment with the Company or specific services rendered to the Company in accordance with the Company's relevant policies and after fulfilling necessary decision-making procedures. Such remuneration is determined with reference to the Company's remuneration policies and schemes, the performance and profitability of our Group, their positions and responsibilities within our Group, and comparable market data. During their term of office, each independent non-executive Director will receive a Director's remuneration of RMB600,000 per annum (inclusive of tax) from the Company, which is determined primarily based on the contributions of the independent non-executive Directors to the Board's operations and their actual performance of duties and time commitment, with reference to the remuneration levels of independent non-executive Directors of other listed companies of comparable size. The annual remuneration plan for Directors, after being considered and approved by the Board, will be submitted to the shareholders' meeting for consideration and approval. For details of the remuneration, please refer to the annual reports published by the Company in due course.

Save as disclosed in this announcement, as at the date of this announcement, each of the aforementioned Director candidates has confirmed that: (i) they did not hold any other directorship in any other listed companies in Hong Kong or overseas in the past three years, nor did they hold any other positions in our Group; (ii) they do not have any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) they do not have any interests in the shares of the Company within the meaning of Part XV of the SFO (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information relating to their appointment that is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters which need to be brought to the attention of the shareholders of the Company or the Hong Kong Stock Exchange.

APPENDIX II BIOGRAPHICAL DETAILS OF CANDIDATES FOR NON-EMPLOYEE REPRESENTATIVE SUPERVISORS AND EMPLOYEE REPRESENTATIVE SUPERVISOR OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE

CANDIDATES FOR NON-EMPLOYEE REPRESENTATIVE SUPERVISORS

Ms. XIAO Yanhui

Ms. XIAO Yanhui (肖豔輝), aged 44, has been a supervisor of our Company since November 2019 and the auditing director of our Company since March 2017. She is primarily responsible for supervising and providing independent advice to our Board.

Mr. SUI Wu

Mr. SUI Wu (隋武), aged 37, has been a supervisor of our Company since September 2021 and the senior finance manager of our Company since November 2019. He is primarily responsible for supervising and providing independent advice to our Board.

EMPLOYEE REPRESENTATIVE SUPERVISOR

Ms. PENG Liuhua

Ms. PENG Liuhua (彭柳華), aged 44, has been the employee representative supervisor of our Company since November 2019, the chairman of our Supervisory Committee since September 2021 and the administrative director of our Company since January 2018. She is primarily responsible for presiding the work of the Supervisory Committee, supervising and providing independent advice to our Board.

OVERVIEW

Pursuant to the Articles of Association, the term of office for supervisors is three years. Subject to the provisions of the Articles of Association, they are eligible for re-election upon the expiry of their term.

The term of office of the above-mentioned non-employee representative supervisor candidates and the employee representative supervisor will commence from the date of approval at the EGM to the expiration of the term of office of the third session of the Supervisory Committee. During their term of office, non-employee representative supervisors and the employee representative supervisor shall not be entitled to any supervisors' remuneration for their roles as supervisors, but shall be entitled to remuneration based on their other employment in the Company or for specific services rendered by them to the Company in accordance with the Company's relevant policies and after completing the necessary decision-making procedures (if applicable). Such remuneration shall be determined with reference to the Company's remuneration policies and plans, the Group's performance and profits, their positions and responsibilities within the Group, and comparable market data. For details of remuneration, please refer to the annual report to be published by the Company in due course.

Save as disclosed in the announcement, as at the date of this announcement, each of the above-mentioned non-employee representative supervisor candidates and the employee representative supervisor has confirmed that: (i) they did not hold any directorship in any listed companies in Hong Kong or overseas in the past three years, nor did they hold any other positions in our Group; (ii) they do not have any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) they do not have any interests in the shares of the Company within the meaning of Part XV of the SFO; and (iv) there is no other information relating to their appointment that is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters which need to be brought to the attention of the shareholders of the Company or the Hong Kong Stock Exchange.