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**Mount Everest Gold Group Company Limited**
**珠峰黃金集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1815)**

# COMPLETION OF CERTAIN SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcements of Mount Everest Gold Group Company Limited (the "**Company**") dated 19 November 2025, 5 December 2025, 31 December 2025, 6 February 2026 and 27 February 2026 (collectively, the "**Announcements**") in relation to the subscriptions of new shares of the Company (the "**Shares**") under general mandate. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise stated. The terms of each of the Subscription Agreements are identical except for the name and details of the Subscribers.

The board of directors of the Company (the "**Board**") is pleased to announce that the Company has received the consideration in full of HK$32,200,000 (corresponding to 20,000,000 Shares to be subscribed) under Subscription Agreement C, the remaining consideration of HK$32,361,000 (corresponding to 20,100,000 Shares to be subscribed) under Subscription Agreement D and the remaining consideration of HK$10,787,000 (corresponding to 6,700,000 Shares to be subscribed) under Subscription Agreement F (collectively, the "**Relevant Subscription Agreements**"). As the Conditions Precedent as set out in the Relevant Subscription Agreements have been fulfilled, completion of Subscription Agreement C, Subscription Agreement D and Subscription Agreement F (collectively, "**Completion of Certain Subscriptions**") took place on 13 March 2026 in accordance with the terms and conditions of the Relevant Subscription Agreements.

An aggregate of 46,800,000 Shares, comprising 20,000,000 Shares to be subscribed under Subscription Agreement C, the remaining 20,100,000 Shares to be subscribed under Subscription Agreement D and remaining 6,700,000 Shares to be subscribed under Subscription Agreement F (the "**Relevant Subscription Shares**"), representing (i) approximately 3.50% of the issued share capital of the Company immediately before Completion of Certain Subscriptions and (ii) approximately 3.38% of the issued share capital of the Company as enlarged by the issue of the Relevant Subscription Shares under Completion of Certain Subscriptions, have been issued to the relevant Subscribers at the Subscription Price of HK$1.61 per Subscription Share. The net proceeds from Completion of Certain Subscriptions (after deduction of fees and expenses relating to Completion of Certain Subscriptions) of approximately HK$75,253,000 will be applied in manner as disclosed in the Announcements.

For the remaining subscription of an aggregate of 100,000,000 Shares under the Subscription Agreements ("**Remaining Subscriptions**"), completion is expected to take place in accordance with the terms and conditions of each of the relevant Subscription Agreements. Further announcement(s) as to completion of the Remaining Subscriptions will be made by the Company as and when necessary.

## EFFECT ON SHAREHOLDING STRUCTURE

The following table illustrates the shareholding structure of the Company (i) immediately before Completion of Certain Subscriptions; and (ii) immediately after Completion of Certain Subscriptions:

| **Name of shareholders of the Company** | **Shareholding immediately before Completion of Certain Subscriptions** | | **Shareholding immediately after Completion of Certain Subscriptions** | |
|---|---|---|---|---|
| | *Number of Shares* | *Approximately (Note 3)* | *Number of Shares* | *Approximately (Note 3)* |
| China Silver | 500,000,033 | 37.35% | 500,000,033 | 36.09% |
| Mr. Yao Runxiong | 100,000,000 | 7.47% | 100,000,000 | 7.22% |
| Mr. Chen He *(Note 1)* | 21,250,000 | 1.59% | 21,250,000 | 1.53% |
| Mr. Qian Pengcheng *(Note 2)* | 14,500,000 | 1.08% | 14,500,000 | 1.05% |
| Subscriber A | – | – | – | – |
| Subscriber B | – | – | – | – |
| Subscriber C | – | – | 20,000,000 | 1.44% |
| Subscriber D | 29,900,000 | 2.23% | 50,000,000 | 3.61% |
| Subscriber E | 40,500,000 | 3.03% | 40,500,000 | 2.92% |
| Subscriber F | 30,300,000 | 2.26% | 37,000,000 | 2.67% |
| Other public shareholders | 602,125,007 | 44.98% | 602,125,007 | 43.46% |
| Total | 1,338,575,040 | 100% | 1,385,375,040 | 100% |

*Notes:*

1. Mr. Chen He is an executive director of the Company. The relevant shares are held by Silver Apex Holdings Limited, which is an entity directly wholly owned by Mr. Chen He.

2. Mr. Qian Pengcheng is an executive director of the Company. The relevant shares are held by Treasure Delight International Limited, which is an entity directly wholly owned by Mr. Qian Pengcheng.

3. All percentages in the above table are approximations and rounded to the nearest 2 decimal places. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

**Shareholders and potential investors of the Company should note that completion of Remaining Subscriptions is subject to the fulfillment of the Conditions Precedent and the payment of the relevant consideration under the relevant Subscription Agreements. As completion of Remaining Subscriptions may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.**

By order of the Board
**MOUNT EVEREST GOLD GROUP COMPANY LIMITED**
**Chen He**
*Chairman*

Hong Kong, 13 March 2026

*As at the date of this announcement, the executive directors of the Company are Mr. Chen He, Mr. Qian Pengcheng and Ms. Huang Wen; and the independent non-executive directors of the Company are Mr. Yu Leung Fai, Mr. Hu Qilin and Mr. Zhang Zuhui.*

*In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.*