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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)

RESOLUTIONS PASSED AT THE 2025 ANNUAL GENERAL MEETING HELD ON 15 JUNE 2026

References are made to the notice of the 2025 annual general meeting (the "**AGM**") of Shandong Gold Mining Co., Ltd. (the "**Company**") dated 13 May 2026 (the "**AGM Notice**"), and the announcement of the 2025 Annual General Meeting dated 27 May 2026 published on the websites of the SSE (www.sse.com.cn) and the Hong Kong Stock Exchange (www.hkexnews.hk). The AGM was held at the conference room of the Company, No. 2503, Jingshi Road, Licheng District, Jinan, Shandong Province, the PRC at 9:30 a.m. on Monday, 15 June 2026 (the "**AGM**"). Details of the resolutions considered at the AGM were set out in the circular of the Company dated 13 May 2026 (the "**Circular**"). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The following resolutions voted by poll in accordance with the Articles of Association were duly passed by the Shareholders attending the AGM, and the Board is pleased to announce the poll results of the resolutions of the AGM as follows:

POLL RESULTS OF THE RESOLUTIONS PROPOSED AT THE AGM

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)
Ordinary Resolutions				
1.	To approve the 2025 Work Report of the Board of Directors (the "**Board**")	2,534,015,588 (99.7599%)	5,307,132 (0.2089%)	791,934 (0.0312%)

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)
2.	To approve the 2025 Work Report of the Independent Non-executive Directors	2,536,790,886 (99.8726%)	2,450,240 (0.0965%)	785,278 (0.0309%)
3.	To approve the 2025 Annual Report and its extracts	2,534,404,266 (99.7786%)	4,840,960 (0.1906%)	781,178 (0.0308%)
4.	To approve the profit distribution proposal for 2025	2,537,250,622 (99.8907%)	2,397,686 (0.0944%)	378,096 (0.0149%)
5.	To approve the resolution regarding the Company proposing to the general meeting to authorize the Board to formulate and implement the 2026 interim dividend distribution plan	2,537,407,503 (99.8969%)	2,238,205 (0.0881%)	380,696 (0.0150%)
6.	To approve the resolution regarding the re-appointment of auditor for 2026	2,536,906,711 (99.8772%)	2,732,009 (0.1075%)	387,684 (0.0153%)
7.	To approve the resolution regarding the 2025 Sustainability Report	2,532,615,684 (99.7083%)	6,601,862 (0.2599%)	808,858 (0.0318%)
8.	To approve the resolution regarding the payment of remuneration to Directors and Senior Management for 2025	2,536,833,910 (99.8743%)	2,798,210 (0.1102%)	394,284 (0.0155%)
9.	To approve the resolution regarding the remuneration plan of Directors and Senior Management for 2026	2,536,432,438 (99.8585%)	3,199,682 (0.1260%)	394,284 (0.0155%)
10.	To approve the resolution regarding the Company's guarantee facility for the Hong Kong subsidiary for 2026	2,524,024,701 (99.3700%)	15,581,839 (0.6135%)	419,864 (0.0165%)
11.	To approve the resolution regarding the conducting of futures and derivatives transactions in 2026	2,536,556,254 (99.8634%)	3,070,966 (0.1209%)	399,184 (0.0157%)
12.	To approve the resolution regarding the conducting of gold leasing and forward transaction portfolio business in 2026	2,536,583,032 (99.8644%)	3,057,388 (0.1204%)	385,984 (0.0152%)
13.	To approve the resolution regarding the shareholder return plan for the next three years (2026-2028)	2,537,492,512 (99.9003%)	2,144,208 (0.0844%)	389,684 (0.0153%)

Resolutions		No. of valid votes For (% of total valid votes cast)	No. of valid votes Against (% of total valid votes cast)	No. of valid votes Abstain (% of total valid votes cast)
Special Resolution				
14.	To approve the resolution on general mandate to issue H shares	2,344,409,497 (92.2986%)	195,157,000 (7.6833%)	459,907 (0.0181%)

Resolution numbered 14 of the AGM was passed as a special resolution and resolutions numbered 1 to 13 of the AGM were passed as ordinary resolutions.

As at the date of the AGM, the total number of issued Shares of the Company is 4,609,929,525 Shares, comprising 3,614,443,347 A Shares and 995,486,178 H Shares. Holders of such Shares were entitled to attend the AGM and vote on the resolutions proposed thereat.

There were no Shares entitling the holders to attend and abstain from voting for the resolutions at the AGM.

As at the date of the AGM, the total number of Shares held by the Shareholders or their proxy(ies) who have attended the AGM and are entitled to vote (including Shareholders voted via Internet) is 2,540,114,654 Shares, representing approximately 55.1009% of the total issued Shares of the Company as at the date of this announcement.

Tricor Investor Services Limited, being the H share registrar of the Company, has acted as the scrutineer for the vote-taking at the AGM.

All the other Directors attended the AGM in person except for Mr. Han Yaodong, a non-executive Director, and Mr. Zhan Kai and Mr. Liew Fui Kiang, independent non-executive Directors, who were unable to attend the AGM due to work reasons.

RE-APPOINTMENT OF AUDITOR

In accordance with the poll results of the AGM, the Board announces the re-appointment of ShineWing Certified Public Accountants (Special General Partnership) as its auditor and internal control auditor for 2026 annual financial report for a term of one year.

PROFIT DISTRIBUTION

The AGM has approved to distribute final dividend of RMB1.80 per 10 Shares (tax inclusive) for the year ended 31 December 2025 to all Shareholders, based on the total share capital of the Company of 4,609,929,525 Shares as at the Board meeting on 26 March 2026.

Such Profit Distribution will be distributed to the H Shareholders whose names appear on the register of members of the Company on Tuesday, 7 July 2026. The distribution of Profit Distribution above is denominated in RMB, and is to be paid to A Shareholders and investors participating in the Shanghai-Hong Kong Stock Connect Program in RMB and to H Shareholders in HKD. The exchange rate for the dividend calculation in Hong Kong dollar is based on the middle rate as published by the People's Bank of China (i.e. HKD1=RMB0.86897) on the date on which the AGM is held (i.e. Monday, 15 June 2026). As such, the cash dividend per H Share amounted to HKD0.207142 (tax inclusive).

The cheques for the Profit Distribution will be despatched by ordinary post to the H Shareholders who are entitled to the Profit Distribution on or before Friday, 14 August 2026 at their own risk. In case of joint shareholding, the cheques for the Profit Distribution will be posted to the first named person on the H Shareholders' register in respect of such joint shareholding.

Taxation

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得税法》) and its implementation regulations (the "**EIT Law**"), the tax rate of the enterprise income tax applicable to the income of a non-resident enterprise deriving from the PRC is 10%. For this purpose, any H Shares registered under the name of non-individual enterprise, including the H Shares registered under the name of HKSCC Nominees Limited, other nominees or trustees, or other organizations or entities, shall be deemed as shares held by non-resident enterprise shareholders (as defined under the EIT Law). The Company will distribute the dividend to those non-resident enterprise Shareholders subject to a deduction of 10% enterprise income tax withheld and paid by the Company on their behalf.

Any resident enterprise (as defined under the EIT Law) which has been legally incorporated in the PRC or which was established pursuant to the laws of foreign countries (regions) but has established effective administrative entities in the PRC, and whose name appears on the H Shareholders' register of the Company should deliver a legal opinion ascertaining its status as a resident enterprise furnished by a qualified PRC lawyer (with the official chop of the law firm issuing the opinion affixed thereon) and relevant documents to Company's H share registrar, Tricor Investor Services Limited, in due course, if they do not wish to have the 10% enterprise income tax withheld and paid on their behalf by the Company.

Pursuant to the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Guoshuifa (1993) No. 045 Document (《關於國税發 (1993) 045 號文件廢止後有關個人所得税徵管問題的通知》) (the "**Notice**") issued by the State Administration of Taxation on 28 June 2011, the dividend to be distributed by the PRC non-foreign invested enterprise which has issued shares in Hong Kong to the overseas resident individual shareholders, is subject to the individual income tax with a tax rate of 10% in general. However, the tax rates for respective overseas resident individual shareholders may vary depending on the relevant tax agreements between the countries of their residence and Mainland China. Thus, 10% individual income tax will be withheld from the dividend

payable to any individual H Shareholders whose names appear on the H Shareholders' register of the Company on the record date, unless otherwise stated in the relevant taxation regulations, tax treaties or the Notice.

The Company will not be liable for any claim arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding.

Profit Distribution to Investors of Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in A Shares listed on the SSE (the "**Northbound Trading**"), their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such Shares. The Company will withhold and pay income taxes at the rate of 10% and will report to the competent tax authorities for such withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may by themselves, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders.

Profit Distribution to Investors of Southbound Trading

For investors of the SSE and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares listed on the Hong Kong Stock Exchange (the "**Southbound Trading**"), their cash dividends will be distributed in RMB. The record date and the distribution date of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders. As for the relevant taxation policies, pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2014]81 號)) and the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2016]127 號)), for dividends received by domestic individual investors from investing in the H Shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the Company shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in the H Shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the

tax payable shall be the same as that for individual investors. The Company shall not withhold income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

For A Shareholders, the record date for Profit Distribution, payment methods and time will be announced separately on the website of the SSE.

By Order of the Board
Shandong Gold Mining Co., Ltd.
Han Yaodong
Chairman

Jinan, the PRC, 15 June 2026

As at the date of this announcement, the executive Directors of the Company are Mr. Xiu Guolin, Mr. Xu Jianxin, Mr. Tang Qi and Ms. Liu Yanfen; the non-executive Directors of the Company are Mr. Han Yaodong and Mr. Liu Qin; and the independent non-executive Directors of the Company are Mr. Zhan Kai, Mr. Liew Fui Kiang and Ms. Zhao Feng.