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Zijin Gold International Company Limited
紫金黃金國際有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 2259)

GRANT OF AWARD SHARES

References are made to the circular of Zijin Gold International Company Limited (the "**Company**") dated 15 October 2026 in relation to the proposed adoption of the 2026 Employee Share Incentive Scheme (the "**Circular**") and the announcement of the Company dated 30 October 2026 in relation to the poll results of the general meeting held on the same date. Unless otherwise indicated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

This announcement is made by the Company pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

GRANT OF AWARD SHARES

The Board announces that on 12 November 2026, the Company granted a total of 3,617,000 Award Shares to 255 Selected Participants (including, among others, three executive Directors) under the 2026 Employee Share Incentive Scheme (the "**Grant**"), subject to acceptance by the Selected Participants.

The following are the details of the Award Shares granted:

Date of grant: 12 November 2026

Grantees:

(i) Mr. Guo Xian Jian, the chief executive officer and an executive Director;

(ii) Mr. Huang Zhihua, the chief operating officer and an executive Director;

(iii) Mr. Yiu Kai, the chief financial officer and an executive Director; and

(iv) 252 other employees of the Group.

Number of Award Shares granted: A total of 3,617,000 Award Shares, among which:

(i) 70,000 Award Shares were granted to Mr. Guo Xian Jian, representing approximately 0.003% of the total number of issued Shares as at the date of this announcement;

(ii) 50,000 Award Shares were granted to Mr. Huang Zhihua, representing approximately 0.002% of the total number of issued Shares as at the date of this announcement;

(iii) 50,000 Award Shares were granted to Mr. Yiu Kai, representing approximately 0.002% of the total number of issued Shares as at the date of this announcement; and

(iv) 3,447,000 Award Shares were granted to 252 other employees of the Group, representing approximately 0.129% of the total number of issued Shares as at the date of this announcement.

Purchase Price:	HK$87.48 per Share, payable by the Selected Participants upon vesting of the Awards
Closing price of the Shares on the date of grant:	HK$126.50 per Share
Vesting period:	Subject to the satisfaction of the performance targets set out below and the terms of the Scheme, the Awards shall vest in full on the date falling three years after the date of grant.
Performance targets:	The vesting of the Awards is subject to the simultaneous satisfaction of the company-level performance targets and the individual-level assessment targets: • Company-level performance targets: The company-level performance targets are assessed by reference to the average return on equity ratio of the Company for the three financial years ending 31 December 2026, 2027 and 2028 (the "**Assessment Period**"), which shall be not less than 15%. The return on equity ratio is calculated based on the audited annual consolidated financial statements, using the following formula: return on equity ratio = net profit for the year/(average of total equity at the end of the year and the end of the preceding year). If the Company fails to achieve the company-level performance targets, all unvested Awards of all Selected Participants shall not vest.

- Individual-level assessment targets: The individual-level assessment results of a Selected Participant during the Assessment Period must all reach Grade B or above. Individual-level assessments shall be conducted in accordance with the Company's applicable human resources management policies as amended from time to time, primarily taking into account the Selected Participant's performance during the Assessment Period and his/her contributions or expected contributions to the growth of the Group. The assessment results shall be reviewed and confirmed by the Board and/or the human resources department. If the individual-level assessment result of a Selected Participant in any assessment year falls below Grade B, all of his/her unvested Awards shall not vest.

Clawback mechanism: If any of the following events occurs, no Awards shall be granted by the Company to a Selected Participant, and Awards already granted to such Selected Participant shall be clawed back and shall lapse with effect from such date as determined by the Board:

(1) the Selected Participant fails to effectively perform his/her duties or is involved in serious misconduct or dereliction of duty;

(2) the Selected Participant violates any relevant laws or regulations of any applicable jurisdiction or the constitutional documents of any Group Member;

(3) the Selected Participant has been involved in illegal/infringing acts during his/her tenure, including accepting or soliciting bribes, corruption, theft, leaking trade secrets and technical secrets, which have caused damage to the interests and reputation of any Group Member and have had a significant negative impact on its image;

(4) the Selected Participant fails to perform or properly perform his/her duties, thereby causing significant asset losses and other serious adverse consequences to any Group Member;

(5) the Selected Participant has breached any standards applicable to the Selected Participant under any internal guidelines formulated by the Company (as amended, supplemented or modified from time to time);

(6) the Selected Participant has failed to comply with any non-competition agreement or restrictive covenant or any terms and conditions of similar effect applicable to the Selected Participant under the Company's internal guidelines (as amended, supplemented or modified from time to time); or

(7) the Company's audited financial statements contain any material misstatement requiring restatement, or there are any circumstances which indicate or result in any specified performance targets having been assessed or calculated in a materially inaccurate manner.

If the Awards (or any part thereof) granted to a Selected Participant have already vested at the time of clawback, such Selected Participant shall return an amount equivalent to the value of the relevant Shares as at the date of clawback, provided that such Selected Participant shall be entitled to retain the Purchase Price already paid by him/her. The relevant taxes and losses shall be borne by such Selected Participant personally.

If the Awards (or any part thereof) granted to a Selected Participant have not yet vested at the time of clawback, such clawed back Awards (or any part thereof) shall lapse on such date as determined by the Board, and such Awards shall not vest.

The grant of Award Shares to each of Mr. Guo Xian Jian, Mr. Huang Zhihua and Mr. Yiu Kai, each a Director, has been approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules.

To the best knowledge of the Directors, as at the date of this announcement, (i) save as disclosed above, none of the Selected Participants is a Director, chief executive or substantial shareholder of the Company or an associate of any of them; (ii) none of the Selected Participants is a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D(1) of the Listing Rules; (iii) none of the Selected Participants is a related entity participant (as defined under the Listing Rules) or a service provider (as defined under the Listing Rules); and (iv) no financial assistance has been provided by the Group to the Selected Participants for the purchase of Shares under the Scheme.

REASONS FOR AND BENEFITS OF THE GRANT

The Grant is intended to align the interests of the Selected Participants with those of the Group through ownership of Shares, dividends and other distributions paid on Shares (if any) and/or the increase in value of the Shares, and to retain the Selected Participants and encourage them to make contributions to the long-term growth of the Group. On the above basis, the Board is of the view that the Grant is in the interests of the Company and the Shareholders as a whole, and aligns with the purpose of the Scheme.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

After the Grant, 23,146,393 Shares will be available for future grant under the Scheme Mandate Limit.

By Order of the Board of Directors
Zijin Gold International Company Limited
Lin Hongfu
Chairman

Hong Kong, 12 November 2026

As at the date of this announcement, the Board comprises Mr. Guo Xian Jian, Mr. Huang Zhihua and Mr. Yiu Kai as executive Directors; Mr. Lin Hongfu (Chairman), Mr. Wang Chun and Mr. Jian Ximing as non-executive Directors; and Mr. Xie Shaobo, Mr. Chan Hon and Ms. Hui Lai Kwan as independent non-executive Directors.