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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)

**SHANDONG GOLD MINING CO., LTD.
ANNOUNCEMENT ON THE PROPOSED RECOGNITION OF
FAIR VALUE CHANGE LOSSES BY A SUBSIDIARY**

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rules 13.09 and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Shandong Gold Mining Co., Ltd. (hereinafter referred to as the “**Company**”) announces that its wholly-owned subsidiary, SDG Capital Management Co., Ltd. (hereinafter referred to as “**SDG Capital Management**”), proposes to participate in the equity transfer transaction of Soochow Securities Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 601555, hereinafter referred to as “**Soochow Securities**”) in connection with the acquisition of equity interests in Donghai Securities Co., Ltd. (a company quoted on the National Equities Exchange and Quotations, stock code: 832970, hereinafter referred to as “**Donghai Securities**”), and to recognize fair value change losses on its equity interests in Donghai Securities. The details are as follows:

I. BASIC INFORMATION OF THE TRANSACTION

In order to optimize asset allocation and revitalize existing equity investments, on 2 June 2026, the Company held the 12th meeting of the seventh session of the Board of Directors, at which the Resolution on the Participation of the Subsidiary SDG Capital Management in the Equity Transfer Transaction of Soochow Securities’ Acquisition of Donghai Securities was considered and approved, with 9 votes in favour, 0 vote against and 0 vote abstained. It is hereby agreed that SDG Capital Management and Soochow Securities shall enter into the Soochow Securities Co., Ltd. Agreement on Issuing Shares and Paying Cash for Asset Acquisition. Prior to being submitted to the Board of Directors for consideration, this proposal had been considered and approved by the Company’s Strategy Committee of the Board of Directors.

Soochow Securities proposes to acquire some of the equity interests in Donghai Securities by way of issuing shares and paying cash. The Company's wholly-owned subsidiary, SDG Capital Management, holds an aggregate of 18.71% of the shares of Donghai Securities, and proposes to sell its 14.13% shareholding in Donghai Securities to Soochow Securities in this transaction, corresponding to 262,198,067 shares, with a transfer price of RMB1,945,077,900. Soochow Securities will pay the transfer price by way of issuing shares and paying cash, of which, the consideration for 241,222,222 shares of Donghai Securities will be satisfied by Soochow Securities through the issue of 189,161,905 shares of its own; and the consideration for 20,975,845 shares of Donghai Securities will be satisfied by Soochow Securities in cash in the amount of RMB155,606,200.

II. RECOGNITION OF FAIR VALUE CHANGE LOSSES

In order to present the Company's financial position and asset value objectively and fairly, in accordance with the Accounting Standards for Business Enterprises and the Company's relevant accounting policies and other applicable provisions, after preliminary calculation, SDG Capital Management will recognize fair value change losses on its 18.71% shareholding in Donghai Securities in an aggregate amount of approximately RMB705 million.

III. IMPACT OF THE RECOGNITION OF FAIR VALUE CHANGE LOSSES ON THE COMPANY

The proposed recognition of fair value change losses as set out above is expected to reduce the total profit for the year 2026 by approximately RMB705 million. The amount of such fair value change losses is unaudited, and the final accounting treatment and its impact on the Company's profit for the year 2026 shall be subject to the Company's 2026 annual report.

IV. IMPLICATIONS UNDER THE HONG KONG LISTING RULES

To the best of the Company's knowledge, information and belief after having made all reasonable enquiries, Soochow Securities and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons. As the highest applicable percentage ratio calculated under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") in respect of the transaction is less than 5%, the transaction does not constitute a notifiable transaction of the Company under Chapter 14 of the Hong Kong Listing Rules, nor does it constitute a connected transaction under Chapter 14A of the Hong Kong Listing Rules.

V. RISK WARNINGS

1. The transaction contemplated herein is subject to the approval of the relevant matters by the general meeting of Soochow Securities, the review and approval by the Shanghai Stock Exchange and the registration by the China Securities Regulatory Commission, as well as other necessary approvals or filings that may be required under applicable laws

and regulations. There remains uncertainty as to the completion of the transaction. Upon completion of the transaction, the value of the shares of Soochow Securities held by the Company will be subject to fluctuations in the secondary market.

2. The amount of fair value change losses proposed to be recognized herein is unaudited and represents the preliminary calculation of the Company. The final amount of the proposed fair value change losses to be recognized shall be subject to the audited 2026 Annual Report of the Company.

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

Jinan, the PRC, 2 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.