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)

(1) RESOLUTION PASSED AT THE 2026 THIRD EXTRAORDINARY GENERAL MEETING; AND (2) CHANGES IN COMPOSITION OF BOARD COMMITTEES

Reference is made to the notice of the 2026 third extraordinary general meeting (the "**EGM**") of Shandong Gold Mining Co., Ltd. (the "**Company**") published on the websites of the Shanghai Stock Exchange (www.sse.com.cn) and the Hong Kong Stock Exchange (www.hkexnews.hk) on 4 August 2026 and 3 August 2026, respectively. The EGM 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 Friday, 21 August 2026. Details of the resolution considered at the EGM were set out in the circular of the Company dated 3 August 2026 (the "**Circular**"). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

(1) RESOLUTION PASSED AT THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

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

	Ordinary Resolution	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)
1.	To elect Gao Yongtao as an independent non-executive Director of the seventh session of the Board of Directors of the Company	2,496,240,265 (99.8228%)	3,837,647 (0.1535%)	593,849 (0.0237%)

Resolution no. 1 of the EGM was passed as an ordinary resolution.

As at the date of the EGM, 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 EGM and vote on the resolution proposed thereat.

There were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the EGM. No Shareholders were required to abstain from voting at the EGM. No person had indicated in the Circular that he/she intended to vote against or abstain from voting on the resolution at the EGM.

As at the date of the EGM, the total number of Shares held by the Shareholders or their proxy(ies) who have attended the EGM and are entitled to vote (including Shareholders who voted via the Internet) is 2,500,671,761 Shares, representing approximately 54.2453% 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 EGM. Except for Mr. Xu Jianxin, the executive Director, and Mr. Zhan Kai, the independent non-executive Director, who were unable to attend the EGM due to work reasons, all other Directors attended the EGM.

(2) CHANGES IN COMPOSITION OF BOARD COMMITTEES

Reference is made to the announcement of the Company dated 29 December 2025 in relation to the resignation of Mr. Zhan Kai. The Board is pleased to announce that, following the election of Mr. Gao Yongtao as an independent non-executive Director of the seventh session of the Board at the EGM, Mr. Zhan Kai's resignation from his positions as an independent non-executive Director of the seventh session of the Board, a member of the strategy committee of the Board, a member of the sustainability committee of the Board, a member of the audit committee of the Board, a chairman of the nomination committee of the Board and a member of the remuneration and appraisal committee of the Board took effect on the same date. Mr. Zhan Kai will no longer hold any position in the Company upon his resignation.

Following the resignation of Mr. Zhan Kai taking effect, the Company no longer meets (i) Rule 3.21 of the Hong Kong Listing Rules relating to the composition requirement for the audit committee that the audit committee shall consist of at least three members; and (ii) Rule 3.27A of the Hong Kong Listing Rules relating to the composition requirement for the nomination committee that the nomination committee shall be chaired by the chairman of the Board or an independent non-executive Director.

The Company will seek suitable candidate to fill the vacancy and expects replacement to be appointed within three months from the date of this announcement pursuant to Rules 3.23 and 3.27 of the Hong Kong Listing Rules. The Company will make further announcement(s) as and when appropriate.

Upon conclusion of the EGM, due to the abovementioned changes in the composition of the Board, the composition of the Board committees is as follows:

Committee / **Director**	**Audit Committee**	**Nomination Committee**	**Remuneration and Appraisal Committee**	**Strategy Committee**	**Sustainability Committee**
Mr. Wang Chenglong				chairman	chairman
Mr. Xiu Guolin				member	
Mr. Xu Jianxin		member	member		
Mr. Tang Qi				member	member
Ms. Liu Yanfen					member
Mr. Gao Yongtao					
Mr. Liew Fui Kiang	member	member	chairman	member	
Ms. Zhao Feng	chairlady	member	member		member

By Order of the Board
Shandong Gold Mining Co., Ltd.
Wang Chenglong
Chairman

Jinan, the PRC, 21 August 2026

As at the date of this announcement, the executive Directors are Mr. Wang Chenglong, Mr. Xiu Guolin, Mr. Xu Jianxin, Mr. Tang Qi and Ms. Liu Yanfen; and the independent non-executive Directors are Mr. Gao Yongtao, Mr. Liew Fui Kiang and Ms. Zhao Feng.