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Lingbao Gold Group Company Ltd.

靈寶黃金集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3330)

**INSIDE INFORMATION
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INTRODUCTION

This announcement is made by Lingbao Gold Group Company Ltd. (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 12 September 2024 and 20 December 2024 in relation to the proposed implementation of the H Share Full Circulation and the issuance of Filing Notice by the CSRC (the “**Announcements**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE

The Company has applied to the Listing Committee of the Stock Exchange for the approval of the listing of, and permission to deal in, 385,578,033 H Shares (the “**Converted H Shares**”), representing the total number of the Domestic Shares to be converted under the Conversion and Listing. The Company is pleased to announce that the listing approval was granted by the Stock Exchange on 23 December 2024 (the “**Listing Approval**”).

SHAREHOLDING STRUCTURE OF THE COMPANY BEFORE AND AFTER THE COMPLETION OF THE CONVERSION AND LISTING

The Conversion and Listing will involve a total of 14 participating shareholders (the “Participating Shareholders”) of 385,578,033 Domestic Shares, which will, upon completion of the Conversion and Listing, represent approximately 31.01% of the total issued shares of the Company (the “Shares”). Set out below is the percentage holding of the Participating Shareholders upon completion of the Conversion and Listing.

Name of the Participating Shareholders	Number of Converted H Shares	Approximate percentage of total issued Shares upon completion of the Conversion and Listing ^{Note}
Shenzhen Jiesi Weiye Holding Co., Ltd. (深圳傑思偉業控股股份有限公司)	185,339,000	14.90%
Shanghai Zhengxi Investment Management Partnership (Limited Partnership) (上海正禧投資管理合夥企業(有限合夥))	57,000,000	4.58%
Lingbao Wanlaixin Mining Trade Co., Ltd.* (靈寶萬來鑫礦業貿易有限責任公司)	37,698,784	3.03%
Sha Yingchun (沙迎春)	34,500,000	2.77%
Fei Zhenying (費振英)	23,000,000	1.85%
Chen Lixiong (陳立雄)	13,400,000	1.08%
Lingbao Guoshi Mining Co., Ltd.* (靈寶郭氏礦業有限責任公司)	12,250,000	0.99%
Qiu Qingqing (仇清清)	11,000,000	0.88%
Shanghai Yiwen Information Technology Co., Ltd.* (上海邑文信息科技有限公司)	9,950,249	0.80%
Zhang Peng (張澎)	950,000	0.08%
Zhang Boling (章博玲)	230,000	0.02%
Li Chunlin (李春林)	100,000	0.01%
Ren Demin (任德民)	100,000	0.01%
Sun Zhaohui (孫朝暉)	60,000	0.005%
Total	385,578,033	31.01%

Note: The percentages may not add up to total due to rounding.

The share capital structure of the Company as at the date of this announcement and upon completion of the Conversion and Listing is set out below (assuming there will be no changes in the share capital structure of the Company between the date of this announcement and the date of completion of the Conversion and Listing):

Description of Shares	As at the date of this announcement		Upon completion of the Conversion and Listing	
	Number of Shares	Approximate of percentage	Number of Shares	Approximate of percentage
Domestic Shares	566,975,091	45.60%	181,397,058	14.59%
H Shares	<u>676,500,964</u>	<u>54.40%</u>	<u>1,062,078,997</u>	<u>85.41%</u>
Total	<u>1,243,476,055</u>	<u>100.00%</u>	<u>1,243,476,055</u>	<u>100.00%</u>

The Company shall complete the relevant conversion and trading procedures in respect of the Converted H Shares and will make further announcement(s) on the progress of the Conversion and Listing in compliance with the requirements under the Listing Rules and the applicable laws, as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Lingbao Gold Group Company Ltd.
Chen Jianzheng
Chairman

Henan, the People's Republic of China
27 December 2024

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Chen Jianzheng, Mr. Xing Jiangze, Mr. He Chengqun, Mr. Wu Liming and Ms. Zhao Li; two non-executive directors, namely Mr. Zhang Feihu and Mr. Wang Guanran; and four independent non-executive directors, namely Mr. Yeung Chi Tat, Mr. Tan Chong Huat, Mr. Bo Shao Chuan and Mr. Guo Michael Xinsheng.

* *For identification purpose only*