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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)

COMPLETION OF PLACING OF NEW H SHARES UNDER GENERAL MANDATE

Sole Placing Agent and Sole Overall Coordinator



Guotai Junan Securities (Hong Kong) Limited

Reference is made to the announcement of Lingbao Gold Group Company Ltd. (the "Company") dated 11 March 2025 in relation to the placing of new H shares under the general mandate (the "Placing Announcement"). Capitalised terms used herein shall have the same meanings as those defined in the Placing Announcement unless otherwise specified.

COMPLETION OF PLACING OF NEW H SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and the Completion took place on 18 March 2025 in accordance with terms and conditions of the Placing Agreement.

A total of 43,500,000 Placing Shares have been successfully placed by the Placing Agent to no fewer than six Placees at the Placing Price of HK\$5.38 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 3.93% of the number of issued H Shares immediately before Completion and approximately 3.38% of the number of issued Shares as enlarged by the allotment and issue of the Placing Shares immediately upon Completion as at the date of this announcement.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner(s) (where applicable) is an Independent Third Party; and (ii) none of the Placees has become a substantial shareholder (as defined in the Listing Rules) of the Company upon Completion.

The net proceeds from the Placing, after deduction of the Placing commission and other relevant costs and expenses of the Placing, amounted to approximately HK\$228.79 million.

The Company intends to use such net proceeds for possible mergers and acquisitions opportunities. The Company is exploring several potential acquisition opportunities within the gold sector, which aligns with the industry focus of the Group. The primary targets for these acquisitions are gold mines that are either in the pre-production phase or already producing, located across various jurisdictions. The Company identifies these opportunities through multiple channels, such as introductions facilitated by investment banks, direct engagements with overseas mining companies, and insights gathered from global mining conferences. As of the date of this announcement, the Company is still in the process of identifying potential target assets in the market.

EFFECTS OF THE PLACING ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and upon Completion is as follows:

Name of Shareholder	Description of Shares	(i) Immediately before Completion		(ii) Immediately upon Completion and as at the date of this announcement	
		No. of Shares	Approximate per cent.(%)	No. of Shares	Approximate per cent.(%)
Shenzhen Jiesi Weiye Holding Co., Ltd (深圳傑思偉業控股股份有限公司) ^(Note 1)	H Shares	185,339,000	14.91	185,339,000	14.40
Jesi Industrial Development (Hong Kong) Limited ^(Note 2)	H Shares	319,772,164	25.72	319,772,164	24.85
Lingbao State-owned Assets Operation Company Limited (靈寶市國有資產經營有限責任公司)	Domestic Shares	73,540,620	5.91	73,540,620	5.71
Sub-total of non-public Shareholders		578,651,784	46.54	578,651,784	44.96
Placees	H Shares	—	—	43,500,000	3.38
Other Domestic Shareholders	Domestic Shares	107,856,438	8.67	107,856,438	8.38
Other Public H Shareholders	H Shares	556,967,833	44.79	556,967,833	43.28
Sub-total of public Shareholders		664,824,271	53.46	708,324,271	55.04
Total number of issued Shares		1,243,476,055	100.00	1,286,976,055	100.00

Notes:

- (1) As at the date of this announcement, Shenzhen Jiesi Weiye Holding Co., Ltd (深圳傑思偉業控股股份有限公司) (“**Jiesi Weiye**”) is majority-owned as to approximately 65.68% and 4.91% by Mr. Wang Guanran, a non-executive Director, and two limited liability partnerships which Mr. Wang Guanran is a 99% limited partner, respectively.

- (2) As at the date of this announcement, Jesi Industrial Development (Hong Kong) Limited is a wholly-owned subsidiary of Shenzhen Jiesi Dingxin Holdings Company Limited (深圳杰思鼎欣控股有限公司), which in turn is a wholly-owned subsidiary of Jiesi Weiye.

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

Lingbao City, Henan Province, the PRC
18 March 2025

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.