Stock Code: 600988 Stock Name: Chifeng Gold Announcement No.: 2022-051

Chifeng Jilong Gold Mining Co., Ltd.

Announcement on Resolutions of 2021 Annual

General Meeting

The Board of Directors and all directors of the Company warrant that this announcement does not contain any false records, misleading statements or major omissions, and they will bear joint and several liabilities for the authenticity, accuracy and completeness of its contents.

# Important Tips:

* Whether the proposal is rejected at this meeting: No

# I. Meeting convening and attendance

(1) Date of the shareholders’ meeting: May 20, 2022

(2) Place of the shareholders’ meeting: No.7 Xiaojingjia, Wanfeng Road, Fengtai District, Beijing

(3) Common shareholders attending the meeting and preferred shareholders whose voting rights have been restored and their shareholdings:

|  |  |
| --- | --- |
| 1. Number of shareholders and proxies attending the meeting | 35 |
| 2. Total number of voting shares held by shareholders present at the meeting (shares) | 522,903,417 |
| 3. Proportion of the number of voting shares held by shareholders attending the meeting to the total number of voting shares of the Company (%) | 31.4261 |

(4) This shareholders’ meeting is convened by the Board of Directors of the Company, and the on-site meeting is presided over by Mr. Wang Jianhua, Chairman of the Board of Directors. The convening, opening, voting method and procedure of this shareholders’ meeting comply with the *Company Law*, the *Articles of Association* and relevant national laws and regulations.

(5) Attendance of directors, supervisors and Secretary of the Board of the Company

1. The Company has 13 incumbent directors, all of which attended the meeting;

2. The Company has 3 incumbent supervisors, all of which attended the meeting;

3. Zhou Xinbing and Chen Tie, CEO of the Company, attended the meeting as nonvoting delegates; Dong Shubao, Secretary of the Board of Directors, attended the meeting.

# II. Deliberation of proposals

(1) Proposals under the non-cumulative voting system

1. Name of proposal: *Work Report of the Board of Directors in 2021*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,643,317 | 99.9502 | 150,100 | 0.0287 | 110,000 | 0.0211 |

2. Name of proposal: *Work Report of the Board of Supervisors in 2021*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,643,317 | 99.9502 | 150,100 | 0.0287 | 110,000 | 0.0211 |

3. Name of proposal: *Final Account Report in 2021*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| A share | 522,643,317 | 99.9502 | 150,100 | 0.0287 | 110,000 | 0.0211 |

4. Name of proposal: *Financial Budget Report in 2022*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,698,317 | 99.9607 | 150,100 | 0.0287 | 55,000 | 0.0106 |

5. Name of proposal: *Profit Distribution Plan in 2021*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,698,317 | 99.9607 | 150,100 | 0.0287 | 55,000 | 0.0106 |

6. Name of proposal: *2021 Annual Report and its Summary*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,643,317 | 99.9502 | 150,100 | 0.0287 | 110,000 | 0.0211 |

7. Name of proposal: *Proposal on Further Employment of Auditing Body in 2022*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 517,771,717 | 99.0186 | 5,021,700 | 0.9603 | 110,000 | 0.0211 |

8. Name of proposal: *Proposal on Amending the Articles of Association*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 522,698,317 | 99.9607 | 150,100 | 0.0287 | 55,000 | 0.0106 |

9. Name of proposal: *Proposal on Amending the Rules of Procedure for Shareholders’ Meeting*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 505,573,063 | 96.6857 | 17,275,354 | 3.3037 | 55,000 | 0.0106 |

10. Name of proposal: *Proposal on Requesting the Shareholders’ Meeting to Authorize the Board of Directors to Approve Matters Related to the Company’s External Donations*

Result: Adopted

Voting data:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of shareholder | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| A share | 511,625,616 | 97.8432 | 11,222,801 | 2.1462 | 55,000 | 0.0106 |

(2) Voting on cash dividends in sections

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| Common shareholders holding more than 5% shares | 284,288,166 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Common shareholders holding 1%-5% shares | 191,054,016 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Common shareholders holding less than 1% shares | 47,356,135 | 99.5687 | 150,100 | 0.3155 | 55,000 | 0.1158 |
| Among them: common shareholders with a market value of less than RMB 500,000 | 10,743,366 | 99.3590 | 14,300 | 0.1322 | 55,000 | 0.5088 |
| Among them: common shareholders with a market value of more than RMB 500,000 | 36,612,769 | 99.6304 | 135,800 | 0.3696 | 0 | 0.0000 |

(3) Voting of shareholders holding less than 5% shares for major issues

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Proposal No. | Name of proposal | Agree | | Object | | Abstain | |
| Number of votes | Proportion (%) | Number of votes | Proportion (%) | Number of votes | Proportion (%) |
| 5 | *Profit Distribution Plan in 2021* | 238,140,651 | 99.9139 | 150,100 | 0.0629 | 55,000 | 0.0232 |
| 7 | *Proposal on Further Employment of Auditing Body in 2022* | 233,214,051 | 97.8469 | 5,021,700 | 2.1068 | 110,000 | 0.0463 |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |
| 8 | *Proposal on Amending the Articles of Association* | 238,140,651 | 99.9139 | 150,100 | 0.0629 | 55,000 | 0.0232 |

(4) Explanation of some matters related to voting on proposals

Among the above proposals, proposals 5 and 8 are proposals with special resolution, which have been adopted by more than 2/3 of the voting rights held by shareholders (including their proxies) attending this shareholders’ meeting.

# III. Witness by lawyers

1. Law firm witnessing this shareholders’ meeting: V&T Law Firm

Lawyers: Sun Tao and Geng Tao

2. Lawyers’ comments:

Lawyers of V&T Law Firm believe that the convening and opening procedures of this shareholders’ meeting of Chifeng Gold comply with the provisions of current laws, administrative regulations, normative documents such as *the Company Law*, the *Rules of Procedure for Shareholders' Meeting*, the *Articles of Association* and the *Rules of Procedure*. The qualifications of the personnel attending this meeting and the convener are legally valid, the voting procedures and results of this meeting are legally valid, and the resolutions formed at this meeting are also legally valid.

# IV. List of documents for reference

1. Resolutions of the shareholders’ meeting signed and confirmed by the participating directors and recorders and stamped with the seal of the Board of Directors;

2. Legal opinions signed and stamped with the official seal by the director of the law firm.

Chifeng Jilong Gold Mining Co., Ltd.

May 21, 2022