

**Chifeng Jilong Gold Mining Co., Ltd.**  
**Announcement on Public Solicitation of Voting Rights**  
**by the Independent Director**

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 legal liabilities for the authenticity, accuracy and completeness of its contents.

**Important Tips:**

1. Solicitation time: September 26, 2022 to September 27, 2022 (9:15-11:30am and 13:00-15:00pm every day).
2. The Solicitor solicits the vote of assent for the proposals 3-5 of the shareholders' meeting.
3. The Solicitor does not hold the stocks of the Company.

According to the relevant provisions of the *Administrative Measures for Stock Ownership Incentive of Listed Companies* (hereinafter referred to as the *Administrative Measures*) promulgated by China Securities Regulatory Commission (hereinafter referred to as the "CSRC"), under the entrustment of other independent directors of Chifeng Jilong Gold Mining Co., Ltd. (hereinafter referred to as "the Company"), Li Yan, an independent director, acted as the Solicitor to solicit voting rights from all shareholders of the Company on the relevant proposals of the Stock Appreciation Right Incentive Plan to be considered at the 3rd Extraordinary General Meeting of the Company in 2022 to be held on September 30, 2022.

**I. Basic information of the Solicitor, voting opinions and reasons for matters voted on**

**(1) Basic information of the Solicitor**

1. The Solicitor of this solicitation of voting rights is Li Yan, the current independent director of the Company. The basic information is as follows:

Ms. Li Yan, born in April 1956, has a postgraduate degree and a doctorate in economics. She used to be an Assistant Research Fellow of Beijing Branch of the Bank of China, Deputy Director of the Research Department of Beijing China Securities Market Research and Design Center (Joint Office), Head of the School of Finance of Renmin Business School, Secretary General of the Chinese Academy of Financial Inclusion of Renmin University of

China, etc. Since 2014, she has served as a professor and doctoral supervisor in the School of Finance of Renmin Business School and director of the Center for Microfinance Initiatives and Networks of Renmin University of China.

Since September 2018, she has served as an independent director of Chifeng Gold.

At present, the Solicitor does not hold the Company's stocks, has not been punished for securities violations and not involved in major civil litigation or arbitration related to economic disputes, and is not allowed to serve as a director of the Company as stipulated in the *Company Law* and the *Articles of Association*.

2. The Solicitor and its main immediate family members have not reached any agreements or arrangements on matters related to the stock rights in the Company. As an independent director of the Company, the Solicitor has no interest with the directors, senior managers, major shareholders and their related parties and with this solicitation.

(2) The Solicitor's voting opinions and reasons for matters voted on

As an independent director of the Company, the Solicitor attended the 9th Meeting of the 8th Board of Directors held by the Company on September 14, 2022, and cast a vote in favour of three proposals including the *2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd. (Draft) and Its Summary*, the *Proposal on Formulating the Administrative Measures for the Implementation Assessment of 2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd.* and the *Proposal on Requesting Shareholders' Meeting to Authorize the Board of Directors to Handle Matters Related to the 2022 Stock Appreciation Right Incentive Plan of the Company*, and issued an independent opinion agreeing to the Company's implementation of the Stock Appreciation Right Incentive Plan.

The Solicitor believes that the implementation of the Stock Appreciation Right Incentive Plan is conducive to promoting the sustainable development of the Company and forming a long-term incentive mechanism for core talents, and there is no situation that harms the interests of the Company and all shareholders, especially of small and medium shareholders. The incentive objects granted by the Company's Stock Appreciation Right Incentive Plan all meet the conditions for becoming incentive objects stipulated by laws, regulations and normative documents.

## **II. Basic information of the General Meeting**

(1) Time of this meeting

Time of on-site meeting: 14:00 on Thursday, September 30, 2022

Online voting time: from September 30, 2022

to September 30, 2022

The online voting system of Shanghai Stock Exchange is adopted. The voting time at the voting platform of the trading system is the trading time period on the date of meeting, that is, 9:15-9:25, 9:30-11:30, 13:00-15:00; the voting time at the Internet voting platform is 9:15-15:00 on the date of meeting.

(2) Venue of on-site meeting: No.7 Xiaojingjia, Wanfeng Road, Fengtai District, Beijing

(3) Equity registration date: September 23, 2022

(4) The General Meeting reviewed the following relevant proposals on the 2022 Stock Appreciation Right Incentive Plan:

S/N	Name of proposal
1	<i>2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd. (Draft) and Its Summary</i>
2	<i>Proposal on Formulating the Administrative Measures for the Implementation Assessment of 2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd.</i>
3	<i>Proposal on Requesting Shareholders' Meeting to Authorize the Board of Directors to Handle Matters Related to the 2022 Stock Appreciation Right Incentive Plan of the Company</i>

### **III. Solicitation plan**

According to the current laws, regulations and normative documents of China and the *Articles of Association*, the Solicitor has formulated the solicitation plan of voting rights, the specific contents of which are as follows:

(1) Solicitation objects

As of the afternoon of September 23, 2022, after the transaction ended, all shareholders of the Company who were registered in China Securities Depository & Clearing Corp. Ltd. Shanghai Branch and went through the registration formalities for attending the meeting.

(2) Solicitation time

September 26, 2022 to September 27, 2022 (9:15-11:30am and 13:00-15:00pm every day).

(3) Solicitation methods

Publish announcements on the website of Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) and *China Securities Journal*, *Shanghai Securities News*, *Securities Daily* and *Securities Times* in an open way to solicit entrusted voting rights.

#### (4) Solicitation procedures

Step 1: If the solicitation object decides to entrust the Solicitor to vote, it shall fill in the *Power of Attorney on Public Solicitation of Voting Rights by Independent Director* (hereinafter referred to as the Power of Attorney) item by item according to the format and content determined in the annex to this announcement.

Step 2: The Solicitor submits the Power of Attorney and other relevant documents signed by himself to the Legal Securities Department of the Company entrusted by the Solicitor. The Office of the Board of Directors of the Company shall sign for the Power of Attorney and other relevant documents for the entrusted voting rights in this solicitation, as follows:

1. If the shareholder entrusting the voting is corporate shareholder, the following documents shall be provided:
  - (1) Copy of business license of legal person;
  - (2) Copy of the identity certificate of the legal representative;
  - (3) Original Power of Attorney (stamped with the official seal of legal person and signed by the legal representative);
  - (4) Copy of corporate shareholder's stock account card.

If the above documents provided by corporate shareholders belong to copies, they shall be stamped with the official seals.

2. If the shareholder entrusting the voting is an individual shareholder, the following documents shall be provided:
  - (1) Copy of shareholder's ID card;
  - (2) Copy of shareholder's stock account card;
  - (3) Original Power of Attorney signed by the shareholder himself.

3. If the Power of Attorney is signed by another person authorized by the shareholder, the Power of Attorney shall be notarized by a notary office, and the notarial certificate shall be submitted together with the original Power of Attorney. The Power of Attorney signed by the shareholder himself or the legal representative of unit where the shareholder is in does not need notarization.

Step 3: After the shareholders entrusting the voting prepare relevant documents according to the above requirements, they shall deliver the Power of Attorney and relevant documents by hand or registered letter or express mail within the solicitation time and deliver them at the address designated in this announcement. In case of registered letter or express mail, the delivery time shall be subject to the receipt time of the Legal Securities Department of the Company. Late delivery shall be deemed invalid. The designated address and recipient

of the Power of Attorney and related documents delivered by shareholders entrusting the voting are as follows:

Address: 9/F, Block A, Jinshi Mining Plaza, Xueyuan North Road, Hongshan District,  
Chifeng City, Inner Mongolia

Tel.: 0476-8283822

Addressee: Dong Shubao

Contact email: A600988@126.com

Please properly seal all the documents submitted, indicate the contact telephone number and contact person of the shareholders entrusting the voting, and mark the words “Power of Attorney on Public Solicitation of Voting Rights by Independent Director” in a prominent position.

Step 4: Valid votes are confirmed by witness lawyers. The witness lawyer of the law firm hired by the Company will conduct the formal examination on the documents listed above submitted by corporate shareholders and individual shareholders. The authorized entrustment confirmed to be valid after examination will be submitted to the Solicitor by the witness lawyer.

(5) After the documents submitted by the shareholders entrusting the voting are delivered, the Power of Attorney that all meet the following conditions is confirmed as valid after being examined by the witness lawyers of the law firm:

1. The Power of Attorney and related documents have been delivered to the designated place according to the requirements of this announcement solicitation procedure;
2. Submit the Power of Attorney and relevant documents within the solicitation time;
3. Shareholders have filled in and signed the Power of Attorney in the format specified in the annex to this announcement, and the authorization content is clear, while the relevant documents submitted are complete and valid;
4. The basic information of shareholders who have submitted the Power of Attorney and related documents is consistent with the contents recorded in the register of shareholders on September 23, 2022;
5. Failure to entrust others than the Solicitor to exercise the voting rights of matters solicited. If shareholders repeatedly authorize their voting rights on matters solicited to entrust the Solicitor and their authorization contents are different, the Power of Attorney

signed by shareholders for the last time is valid, and if the signing time cannot be judged, the Power of Attorney received last is valid, and if the order of receipt time cannot be judged, the Solicitor shall ask the Authorized Client for confirmation by inquiry. If the authorization content cannot be confirmed in this way, the authorization is invalid.

6. After the shareholders authorize the voting rights of matters solicited to the Solicitor, the shareholders may attend the meeting in person or by entrusting an agent, but have no voting rights on matters solicited.

(6) In case of any of the following circumstances in the confirmed valid Power of Attorney, the Solicitor may handle it according to the following methods:

1. After the shareholder entrusts the voting right of matters solicited to the Solicitor, and expressly revokes the authorization to the Solicitor in writing before the registration time of the on-site meeting, the Solicitor will determine that its authorization to the Solicitor will automatically become invalid;

2. If a shareholder authorizes a person other than the Solicitor to exercise and attend the meeting, and expressly revokes the authorization to the Solicitor in writing before the deadline for registration of the on-site meeting, the Solicitor will determine that its authorization to the Solicitor will automatically become invalid. If the authorization to the Solicitor is not expressly revoked in writing before the deadline for registration of the on-site meeting, the authorization to the Solicitor is the only valid authorization;

3. Shareholders shall specify their voting instructions on matters solicited in the Power of Attorney submitted, and select one choice of “Agree”, “Object” and “Abstain” and tick it. If more than one item is selected or not selected, the Solicitor will determine that its authorization is invalid.

(7) Since the particularity of solicitation of voting rights, in the examination and approval of the Power of Attorney, only the Power of Attorney submitted by shareholders according to this announcement shall be examined in form, and the issues on whether the signatures and seals on the Power of Attorney and related documents are indeed signed or sealed by shareholders themselves or whether these documents are indeed issued by shareholders themselves or authorized agents of shareholders shall not be examined in substance. The Power of Attorney and relevant supporting documents that meet the formal requirements stipulated in this announcement are confirmed as valid.

Hereby notified.

Solicitor: Li Yan

September 15, 2022

Annex: Power of Attorney on Public Solicitation of Voting Rights by Independent Director



**Annex:**

**Power of Attorney on Public  
Solicitation of Voting Rights by  
Independent Director**

I/we, as the Client, confirm that I/we have carefully read the *Announcement of Chifeng Jilong Gold Mining Co., Ltd. on Public Solicitation of Voting Rights by Independent Director*, the *Notice of Chifeng Jilong Gold Mining Co., Ltd. on Convening the 3rd Extraordinary General Meeting in 2022* and other relevant documents, and have fully understood the relevant situation of this solicitation of voting rights before signing the Power of Attorney.

I/we, as the Authorized Client, hereby authorize Li Yan, an independent director of Chifeng Jilong Gold Mining Co., Ltd., to attend the 3rd Extraordinary General Meeting of Chifeng Jilong Gold Mining Co., Ltd. in 2022 as my/our agent, and exercise the voting rights on the following matters under consideration according to the instructions of the Power of Attorney.

S/ N	Name of non-cumulative voting proposals	Agree	Object	Abstain
1	<i>2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd. (Draft) and Its Summary</i>	√		
2	<i>Proposal on Formulating the Administrative Measures for the Implementation Assessment of 2022 Stock Appreciation Right Incentive Plan of Chifeng Jilong Gold Mining Co., Ltd.</i>	√		
3	<i>Proposal on Requesting Shareholders' Meeting to Authorize the Board of Directors to Handle Matters Related to the 2022 Stock Appreciation Right Incentive Plan of the Company</i>	√		

Notes: The Client shall express authorization opinions on each proposal, and the specific authorization shall be subject to the “√” in the corresponding box. Failure to fill it in shall be deemed as waiver.

Name of the Client (signature or seal):

ID No. or business license No. of the Entrusted Shareholder:

Number of shares held by the Entrusted Shareholder:

Securities Account No. of the Entrusted Shareholder:

Signing date: MM/DD/YY

Validity period of this authorization: from the signing date to the completion of the 3<sup>rd</sup>

Extraordinary General Meeting of Chifeng Jilong Gold Mining Co., Ltd. in 2022.