

Chifeng Jilong Gold Mining Co., Ltd.
Announcement on Resolutions of the 28th Meeting of
the 8th Board of Directors

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.

The 28th meeting of the 8th board of directors of Chifeng Jilong Gold Mining Co., Ltd. (hereinafter referred to as the "Company") was held on June 7, 2024 by means of in-person meeting in combination with voting by correspondence; 10 directors are supposed to attend this meeting, and 10 directors actually attended; The meeting was presided over by Mr. Wang Jianhua, chairman of the board. The convening and convocation of this meeting complies with relevant provisions of the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law") and other relevant laws, administrative regulations, departmental rules, normative documents and the Articles of Association of Chifeng Jilong Gold Mining Co., Ltd. (hereinafter referred to as the "Articles of Association"), thus the convening of this meeting is legal and valid. After deliberation and voting by the directors attending the meeting, the meeting made the following resolutions:

1. Deliberation and adoption of the "Proposal on the Company's Issuance of H Shares and Listing on the Hong Kong Exchanges and Clearing Limited"

In order to meet the needs of the company's business development, further enhance the level of corporate governance and core competitiveness, and further promote the company's globalization strategy, the company intends to issue overseas listed foreign shares (H shares) and apply for listing on the main board of The Hong Kong Exchanges and Clearing Limited (hereinafter referred to as the "HKEX") (hereinafter referred to

as the "Offering" or "Offering and Listing"). It is agreed that the Company will be converted into an overseas offering company limited by shares after obtaining the relevant approvals and filings for the offering and listing, and will issue H shares to foreign institutional investors, enterprises and natural persons, qualified domestic institutional investors and other investors who meet the regulatory requirements and list on the Main Board of the HKEX on a date determined by the board of directors of the Company and the persons authorized by the board of directors, in accordance with the terms and conditions set out in the H-share prospectus.

The Company's offering and listing will be carried out in accordance with the Rules Governing the Listing of Securities on Hong Kong Exchanges and Clearing Limited (hereinafter referred to as the "Hong Kong Listing Rules") and the requirements and conditions of Hong Kong law for the issuance of shares and listing in Hong Kong by entities incorporated in the territory of the People's Republic of China.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the company for deliberation.

For details, please refer to the relevant announcements disclosed on the designated media and the website of the Shanghai Stock Exchange (www.sse.com.cn) on the same day as this announcement.

2. Deliberation and adoption by items of the "Proposal on the Plan of Company's Issuance of H Shares and Listing on Hong Kong Exchanges and Clearing Limited"

The board of directors approved the company's issuance and listing plan, as follows:

(1) The type and par value of the shares to be issued

The shares to be issued this time are overseas listed foreign shares (H shares) listed on the main board of the HKEX, all of which are H ordinary shares; the shares should be subscribed in foreign currency with a par value of RMB1.00 per share.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

(2) Time of offering

The Company will choose an appropriate time and issuance window to complete the offering and listing within the validity period of the resolution of the general meeting of shareholders, and the specific issuance time will be determined by the board of directors authorized by the general meeting of shareholders and the person(s) authorized by the board of directors subject to the conditions of the international capital market, the approval of domestic and foreign regulatory authorities, the progress of filing and other relevant circumstances.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

(3) Issuance method

The offering will be a public offering in Hong Kong and an international placing of new shares. The Hong Kong public offering is a public offering to public investors in Hong Kong. Subject to the practice and circumstances of international capital markets, an international placement may include, but is not limited to: (1) an offering to qualified institutional investors in the United States pursuant to Rule 144A (or other exemptions) under the U.S. Securities Act of 1933, as amended; and (2) offerings outside the U.S. pursuant to Regulation S under the U.S. Securities Act of 1933, as amended. The specific issuance method will be determined by the board of directors and/or person(s) authorized by the board of directors authorized by the general meeting of shareholders in accordance with the provisions of the law, the conditions of the international capital market and the progress of approval by domestic and foreign regulatory authorities; or (3) offerings in other eligible overseas markets. The specific issuance method will be determined by the board of directors authorized by the general meeting of shareholders and the person(s) authorized by the board of directors in accordance with legal provisions, regulatory approvals or filings and market conditions.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

(4) The scale of offering

The scale of the offering will be determined under the precondition of complying with the provisions or requirements of the HKEX for the minimum issuance ratio and

minimum circulation ratio, and in combination with Company's current capital needs and capital needs for future business development. The number of H shares that the Company intends to apply for issuance shall not exceed 15% of the Company's total share capital after the issuance (before the exercise of the over-allotment option), and the underwriter (bookrunner) will be granted an over-allotment option not exceeding 15% of the aforesaid H shares to be issued according to market conditions. The final number of H shares to be issued, the over-allotment and the issuance ratio will be determined by the board of directors authorized by the general meeting of shareholders and/or the person(s) authorized by the board of directors in accordance with the provisions of the law, the approval or filing of domestic and foreign regulatory authorities and market conditions. The final number of H shares shall be subject to the actual number of H shares issued by the Company after the completion of the issuance in accordance with the international underwriting agreement and the Hong Kong underwriting agreement signed with the relevant underwriters respectively, and the increase in registered capital of the company shall also be subject to the actual number of new shares issued after the completion of the issuance. The issuance of shares will not be carried out until securing the filing or approval of the China Securities Regulatory Commission (hereinafter referred to as the "CSRC"), the HKEX and other relevant authorities.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

(5) Pricing method

The offering price will be determined through consultation between the board of directors authorized by the general meeting of shareholders and/or the authorized persons of the board of directors and the overall coordinator in accordance with international practice, order placement and bookbuilding after fully considering the interests of the Company's existing shareholders, investors' acceptance, international capital market and issuance risks.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

(6) Principle of offering

The offering will be a Hong Kong public offering and an international placing of new

shares.

The number of shares allotted to the subscribers will be determined by the number of valid applications received from the Hong Kong Public Offering. The basis for allotment may vary depending on the number of shares validly applied for by the subscriber in the Hong Kong public offering, but shares should be allocated strictly in accordance with the proportion specified (or exempted) under the Hong Kong Listing Rules. Where appropriate, the allotment of shares may also be conducted by balloting, whereby some subscribers may be allotted more shares than other subscribers who apply for the same number of shares, while unsuccessful subscribers may not be allotted any shares. The ratio of the Hong Kong Public Offering to the International Placing will be subject to a "clawback" mechanism (if applicable) in accordance with the oversubscription multiple required by the Hong Kong Listing Rules and such exemptions as may be granted by the HKEX.

The proportion of the International Placing in the Offering will be determined based on the final proportion of the Hong Kong Public Offering (after clawback, if applicable). The placing investors and placement amount of the international placing will be determined based on the cumulative orders, fully considering various factors, including but not limited to: the overall oversubscription multiple, the quality of the investors, the importance of the investors and the performance of the investor in past transactions, the time when the investor placed the order, the size of the order, the sensitivity of the price, the degree of participation in the pre-roadshow, the expectation of the investor's future market behavior, etc. In the international placement allocation, priority will be given in principle to cornerstone investors (if any), strategic investors (if any) and institutional investors.

The announcement on this offering does not constitute an offer or solicitation of an offer to sell shares in the Company in any country or jurisdiction in which an offer or sale of shares in the Company is not permitted, and the Company has not induced any person to make an offer to buy shares in the Company. The Company may only sell the Company's shares or accept an offer to buy the Company's shares (other than cornerstone investors and strategic investors (if any)) after the formal issue of the H-share prospectus.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0

abstentions.

(7) Issuance targets

The offering will be offered globally to institutional investors, corporations and natural persons outside China (including Hong Kong Special Administrative Region, Macau Special Administrative Region, Taiwan and foreign countries for the purpose of the offering and listing), as well as qualified domestic institutional investors and other investors who meet the relevant regulatory requirements.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal needs to be submitted to the general meeting of shareholders of the company for consideration item by item.

3. Deliberation and adoption of the "Proposal on the Company's Transformation into an Overseas Offering Company Limited by Shares"

The Board of Directors agrees that for the purpose of the Offering and Listing, the Company will issue H shares to foreign institutional investors, enterprises and natural persons, qualified domestic institutional investors and other investors who meet the regulatory requirements and list on the Main Board of the HKEX on a date determined by the Board of Directors and/or person(s) authorized by the Board of Directors in accordance with the terms and conditions set out in the H-share prospectus and after obtaining the relevant approvals and filings for the Offering and Listing. After the offering and listing, the Company will be transformed into a limited company that makes offerings and becomes listed overseas.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

4. Deliberation and adoption of the "Proposal on the Validity Period of the Company's Resolution on Issuing H Shares and Listing"

The Board of Directors approved the relevant resolutions of the Company for this offering and listing to be valid for 18 months from the date on which such resolutions

are deliberated and approved by the Company's general meeting of shareholders. If the Company has obtained the filing/approval documents of the relevant regulatory authorities for the Offering and Listing within such validity period, the validity period of the resolution will be automatically extended to the date of completion of the Offering and Listing.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the company for deliberation.

5. Deliberation and adoption of the "Proposal on the Use Plan of the Company's Funds to be Raised by Issuing H Shares"

The board of directors agreed that the raised funds from the Company's offering and listing will be used for (including but not limited to): expanding domestic and overseas business (including but not limited to expansion and production increase, exploration to increase reserves, etc.), R&D investment, mergers and acquisitions, loan repayment and replenishment of working capital after deducting the issuance expenses.

In addition, the Board of Directors also proposes to the General Meeting of Shareholders to authorize the Board of Directors and person(s) authorized by the Board of Directors to adjust the use of the raised funds within the scope of the use of the raised funds approved by the General Meeting of Shareholders in accordance with the relevant opinions of government departments, regulatory authorities or stock exchanges, the company's operation and actual needs, etc. (including but not limited to adjusting and determining the specific investment direction and use plan, and making individual appropriate adjustments to the selection, sequence and investment amount of the raised funds to be invested in projects, determining the progress of the investment plan of the fund-raising project, signing material contracts in the operation of the fund-raising investment project, and determining the use of the over-raised funds (if applicable) according to the disclosure of the H-share prospectus, etc.). The specific use of the proceeds and the investment plan are subject to the disclosure in the H Share Prospectus approved by the Board of Directors or the person(s) authorized by the Board.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0

abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

6. Deliberation and adoption of the "Proposal on the Report on the Use of the Company's Previous Raised Funds"

In accordance with the provisions of the Guidelines for the Application of Regulatory Rules - Issuance No. 7, etc., the Company has prepared a report on the use of the previous raised funds as of March 31, 2024. Ernst & Young Huaming Accounting Firm (Special General Partnership) hired by the Company issued the "Assurance Report on the Use of the Previous Raised Funds of Chifeng Jilong Gold Mining Co., Ltd." (Ernst & Young Huaming (2024) No. 70059664_A04).

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

For details, please refer to the "Report on the Use of the Previous Raised Funds of Chifeng Jilong Gold Mining Co., Ltd." and the "Assurance Report on the Use of the Previous Raised Funds of Chifeng Jilong Gold Mining Co., Ltd." disclosed on the same day as this announcement on the designated media and the website of the Shanghai Stock Exchange (www.sse.com.cn).

7. Deliberation and adoption of the "Proposal on the Distribution Plan of Accumulated Profits Before the Company Issues H Shares"

The board of directors agreed that in order to take into account the interests of the Company's existing shareholders and future shareholders of H shares, if the company completes the offering and listing within the validity period of the resolution on the offering and listing, after deducting the Company's proposed distribution of profits (if applicable) in accordance with the provisions of Chinese laws, regulations and the articles of association upon the approval by the general meeting of shareholders of the Company before the offering and listing, the accumulated undistributed profits before the offering and listing shall be jointly enjoyed by the new and old shareholders after the completion of the offering and listing according to the proportion of shares held

after the completion of the offering and listing. If the company fails to complete the offering and listing within the above time limit, another resolution will be made by the general meeting of shareholders on how to distribute the accumulated undistributed profits of the Company.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

8. Deliberation and adoption of the "Proposal on Amending the < Confidentiality and Archive Management Policy Related to the Overseas Issuance of Securities and Listing of Chifeng Jilong Gold Mining Co., Ltd.>"

For the purpose of this offering and listing, in accordance with the provisions of relevant laws, regulations and normative documents such as the Securities Law of the People's Republic of China, the Law of the People's Republic of China on Guarding State Secrets, the Archives Law of the People's Republic of China, the Trial Measures for the Administration of Overseas Issuance of Securities and Listing of Domestic Enterprises, and the Provisions on Strengthening the Confidentiality and Archives Management Related to the Overseas Offering and Listing of Domestic Enterprises, the Company intends to amend the Confidentiality and Archives Management Policy Related to the Overseas Issuance of Securities and Listing of Chifeng Jilong Gold Mining Co., Ltd.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

For details, please refer to the "Confidentiality and Archive Management Policy Related to Overseas Issuance of Securities and Listing of Chifeng Jilong Gold Mining Co., Ltd." disclosed on the website of the Shanghai Stock Exchange (www.sse.com.cn) on the same day as this announcement.

9. Deliberation and adoption of the "Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors of the Company and its Authorized Person(s) to Handle Matters Related to the Offering and Listing of H Shares of the Company"

In order to complete the relevant work of the offering and listing in an efficient and

orderly manner, the general meeting of shareholders is proposed to authorize the board of directors and the authorized person(s) of the board of directors to handle matters related to the offering and listing on behalf of the Company individually or jointly under the framework and principles of the above-mentioned issuance plan, including but not limited to:

(1) Organize the implementation of the offering and listing plan deliberated and approved by the general meeting of shareholders, and modify the offering and listing plan and related proposals according to the relevant domestic and foreign government departments, regulatory agencies, stock exchanges, etc. (including but not limited to the China Securities Regulatory Commission, the Securities and Futures Commission of Hong Kong (hereinafter referred to as the "SFC"), the HKEX, the China Securities Depository and Clearing Corporation Limited, the Hong Kong Companies Registry, etc.), and in combination with the market environment. Improve and organize the specific implementation, including but not limited to: determining the specific H-share issuance scale, issue price (including currency, price range and final pricing), issuance time, issuance method, issuance target, placement ratio, strategic placement, over-allotment matters, specific investment direction and use plan of the raised funds and other specific matters related to the implementation of the offering and listing plan; approve the payment of necessary listing fees, including but not limited to initial listing fees; approve the estimation of listing fees, the issuance of formal notices, application forms and other announcements related to the offering and listing.

(2) Drafting, amending, signing, submitting and publishing the Prospectus (both English and Chinese), the Red Herring Prospectus, the International Offering Circular and other filing documents as it deems necessary or appropriate; drafting, revising, signing and approving profit and cash flow forecasts; drafting, modifying, executing, suspending and terminating any agreements relating to the Offering and Listing (including but not limited to any sponsor-co-ordinator engagement agreement, co-ordinator engagement agreement (if applicable), underwriting agreement, related/connected transaction agreement (including the determination of the annual maximum amount of transactions under the relevant agreement), advisory agreements, investment agreements (including cornerstone investment agreements), share transfer agreements, pricing agreements, company secretary appointment agreements, other intermediary engagement agreements (e.g. domestic and foreign lawyers, industry

consultants, printers, public relations firms, auditors, internal control consultants, share registrars, etc.), corporate service company engagement agreements (if any), compliance advisory agreements, beneficiary bank agreements, etc.), exemption applications, contracts (including but not limited to director (including independent non-executive director) service contracts, supervisor service contracts, senior management employment agreements), prospectus documents or other commitments, confirmations and authorizations that need to be issued to sponsors, China Securities Regulatory Commission, Securities and Futures Commission of Hong Kong, and the HKEX, and any other material contracts, agreements, undertakings, deeds, correspondence or other documents related to the implementation of the Offering and Listing; the appointment, discharge or replacement of the company secretary, two authorized representatives to communicate with the HKEX and an agent for service of process in Hong Kong on behalf of the Company; engaging sponsors, underwriting members (including sponsors & overall coordinators, overall coordinators, global coordinators, bookrunners, lead managers, capital market intermediaries, etc.), financial advisers, compliance consultants, trademark attorneys or trademark registration agents (if any), domestic and foreign lawyers and auditors, printers, public relations firms, beneficiary banks, share registrars and other intermediaries related to the offering and listing; Communicate with domestic and foreign government agencies and regulators (including but not limited to the China Securities Regulatory Commission, the Securities and Futures Commission of Hong Kong, the HKEX and other relevant industry authorities, etc.) and make relevant undertakings, declarations, confirmations and/or authorizations on behalf of the Company; Approve, adopt and sign documents such as prospectuses, verification notes and letters of responsibility, determine the costs associated with the offering and listing, issue official notices and all announcements related to the listing offering; printing of prospectuses, red herring prospectuses and international offering circulars, etc.; approval of the issue of share certificates and transfer of share rights; handle the formalities of approval, registration, filing, consent, registration of relevant trademarks and intellectual property rights (if required) and registration of prospectus, etc.; handle matters relating to the purchase of directors', supervisors' and senior management's liability insurance and prospectus liability insurance in accordance with the regulatory requirements and market practice; appoint the Authorized Representative as the main channel of communication between the Company and the HKEX in accordance with Rule 3.05 of the Hong Kong Listing

Rules; affix the seal on the above and other documents relating to the offering and listing (if required); and to handle other matters relating to the offering and listing. (if required); to affix the Company's official seal on the above and other documents relating to the offering and listing; and deal with other matters relating to the offering and listing.

(3) According to the offering and listing plan approved by the general meeting of shareholders, draft, modify, sign, implement, complete and submit various applications, memorandums, reports, materials, feedback replies (written or oral) or all other necessary documents related to the offering and listing to relevant domestic and foreign government agencies, regulatory agencies, stock exchanges (including but not limited to the China Securities Regulatory Commission, the Securities and Futures Commission of Hong Kong, the HKEX, China Securities Depository and Clearing Corporation Limited, the Hong Kong Companies Registry, the Hong Kong Securities Clearing Company Limited and other relevant industry authorities) and other organizations or individuals, and affix the official seal on the relevant documents, and handle the approval, registration, filing, verification or consent and other formalities related to the offering and listing (including but not limited to applying to the Hong Kong Companies Registry to register the company as a non-Hong Kong company, and appointing the representative of the Company to accept or serve the legal process documents and notices of the Company in Hong Kong); draft, sign, execute, amend and complete all necessary documents (including any process drafts) that need to be submitted to the relevant governments, institutions and organizations at home and abroad and individuals; communicate with regulators on behalf of the Company and make relevant commitments, declarations, acknowledgments and/or authorizations; and do what it deems necessary, appropriate or proper in connection with the Offering and Listing.

(4) without limiting the generality of the above points 1, 2 and 3 of this proposal, in accordance with the relevant regulations of the HKEX, approve and adopt on behalf of the Company the form and content of the listing application form (hereinafter referred to as the "Form A1") and the format and content (including the attached undertakings, declarations and confirmations) of related documents (including but not limited to the relevant exemption application letters, addenda, forms and checklists); act on behalf of the Company to approve the timely submission by sponsors to the

HKEX of Form A1 , the draft prospectus (including the Application version) and other documents, information and fees required by the Hong Kong Listing Rules to be submitted to the HKEX together with Form A1; sign Form A1 and the accompanying undertakings, representations and acknowledgements on behalf of the Company, and at the time of submission of the Form and related documents:

1. Make the following undertakings on behalf of the company as dictated in Form A1 (if the HKEX makes an amendment to Form A1, then represent the Company to make the corresponding undertaking in accordance with the requirements of the amended Form A1):

(1) Comply with all requirements of the Hong Kong Listing Rules in force from time to time at any time during the listing of any securities of the Company on the Main Board of the HKEX;

(2) The Company would notify the HKEX if any information contained in the Form A1 or the draft listing document filed herein is misleading in any material respect as a result of any change in circumstances prior to the date on which the Listing Committee of the HKEX expects to hear and approve the listing application;

(3) Submit to the HKEX the declaration required under Rule 9.11(37) of the Hong Kong Listing Rules (HKEX's Main Board Regulatory Form F) prior to the commencement of trading in the securities;

(4) Submit documents at appropriate time in accordance with Rules 9.11(35) to 9.11(39) of the Hong Kong Listing Rules;

(5) Comply with the procedures and format requirements for publication and communications as published by the HKEX from time to time.

2. Act for the Company, in accordance with Article 5 and Article 7 of the Securities and Futures (Listing on Securities Market) Rules referred to in Form A1 to authorize the HKEX to file copies of the following documents with the SFC:

(1) All documents submitted by the Company to the HKEX (including Form A1 and all accompanying documents);

(2) Certain announcements, statements, circulars or other documents made or issued by or on behalf of the Company to the public or holders of securities of the

Company.

3. On behalf of the company, undertake to sign the documents required by the HKEX to complete the above authorization, and the manner and quantity required for the filing of all the above documents to the HKEX shall be specified by the HKEX from time to time;

4. Agree that the above authority shall not be amended or revoked in any way except with the prior written approval of the HKEX, which shall be granted in the absolute discretion of the HKEX. In addition, the Company undertakes to sign any other documents in favour of the HKEX to complete such authorisation as may be required by the HKEX.

(5) Approve and sign the listing application and other documents required by the HKEX in relation to the listing and the issue of shares, including but not limited to: approving and signing the form and content of the Form A1 and its related documents (including but not limited to the relevant exemption application letters, accompanying addenda, forms and checklists), including the commitments, confirmations or authorisations made on behalf of the Company to the Sponsor, the HKEX or the SFC, and any documents relating to the Form A1, and making any appropriate amendments to the Form A1 and its related documents; Approve, sign and verify documents such as prospectuses, verification notes and letters of responsibility; approve the company to sign back-to-back confirmation letters to sponsors on the contents of the A1 application documents; authorise the Sponsor to submit Form A1 and other documents relating to the Offering and Listing to the HKEX and the SFC and authorise the Sponsor to liaise and communicate with the relevant regulators on behalf of the Company in relation to the Offering and Listing and to take any necessary actions (including but not limited to communicating with the HKEX on behalf of the Company in relation to its questions and matters relating to the Offering and Listing); authorise the Board and its authorised person(s) to provide the sponsor with the assistance under Rule 3A.05 of the Hong Kong Listing Rules to enable the sponsor to carry out its duties.

(6) For the articles of association and its annexes and other corporate governance documents amended by the general meeting of shareholders and the board of directors in accordance with domestic and foreign laws, regulations and normative documents due to the needs of the offering and listing, further adjustments and amendments

(including but not limited to the text, chapters, terms, and effective conditions) should be made according to the changes in domestic and foreign laws, regulations and normative documents, the requirements and suggestions of domestic and foreign government agencies, regulatory agencies and stock exchanges, etc., and the actual situation of the offering and listing; after the completion of the offering and listing, the content of the articles of association involving the registered capital and share capital structure shall be adjusted and modified accordingly; before and after the completion of the issuance, handle the approval, registration or filing procedures for the above-mentioned documents with the relevant government agencies, regulatory agencies and stock exchanges at home and abroad (including but not limited to the competent department of commerce and the administrative department for industry and commerce), and handle the registration of H shares with the relevant registration authorities in accordance with the relevant laws, regulations, rules and normative documents at home and abroad.

(7) Approve the submission of a copy of the resolution (or summary) of the Board of Directors and, if necessary, certified by any of the directors and the company secretary or the legal adviser of the Company, to the China Securities Regulatory Commission, the Securities and Futures Commission of Hong Kong, the HKEX and any other regulatory authorities, and/or upon request, to other relevant parties and professional advisers involved in the listing project, including the sponsor. Certify, approve and sign the prospectus, application forms and other documents, company filing documents and display documents to be submitted to the HKEX and the Hong Kong Companies Registry.

(8) Within the scope of deliberation and approval of the general meeting of shareholders, make individual and appropriate adjustments to the selection, sequence and investment amount of the investment projects of the raised funds; determine the progress and priority of the investment plan of the fund-raising project; determine the use of the over-raised funds (if applicable) based on the disclosures in the prospectus.

(9) Handle the listing and circulation of the issued shares on the HKEX after the completion of the offering and listing, and comply with and handle other matters required by the Hong Kong Listing Rules.

(10) In accordance with the requirements of relevant government departments,

regulatory agencies and stock exchanges, as well as relevant approvals, filings or display documents, the content of the resolutions related to the offering and listing made by the shareholders' meeting shall be amended accordingly, except for the amendments that must be deliberated by general meeting of shareholders in accordance with relevant laws, regulations and regulatory rules.

(11) Authorize the board of directors to authorize relevant person(s) to handle all matters related to the offering and listing as needed; sign and when it may deem appropriate at his/her discretion, make amendments, adjustments or supplements to the relevant legal documents relevant to the offering and listing and approve relevant matters, and handle other matters related to the offering and listing in accordance with domestic and foreign laws, regulations and regulatory requirements.

(12) Authorize the Board of Directors and its authorized person(s) to submit and receive documents related to the Offering and Listing from government agencies and regulatory authorities, including the Hong Kong Companies Registry, and to handle the approval, registration or filing procedures for the signed documents and other matters necessary or appropriate.

(13) The approved rights mentioned above shall include the right to amend, adjust or supplement the relevant content, to sign any relevant documents and to apply to any relevant authorities, as it may deem appropriate at his/her discretion.

(14) Approve, confirm and retroactively approve any of the above-mentioned actions and steps taken by the Board of Directors and its authorized person(s) in connection with the Offering and Listing, and specifically handle other matters related to the Offering and Listing.

(15) The authorization period shall be 18 months from the date on which the proposal is deliberated and approved by the general meeting of shareholders. If the Company has obtained the approval documents of the relevant regulatory authorities for the Offering and Listing within such validity period, the validity period of the authorization will be automatically extended to the date of completion of the Offering and Listing.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

10. Deliberation and adoption of the "Proposal on Determining the Authorized Person(s) of the Board of Directors"

In order to successfully complete the Company's offering and listing, the board of directors agreed to further authorize Ms. Yang Yifang, director and CEO of the Company, Mr. Wong Hok Bun Mario, chief financial officer, and Mr. Dong Shubao, board secretary as the authorized persons of the board of directors (can be delegated) on the basis of the approval of the general meeting of shareholders on the Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors of the Company and its Authorized Person(s) to Handle Matters Related to the Offering and Listing of the Company's H Shares (hereinafter referred to as the "Authorization Proposal") and other proposals related to the offering and listing of the Company to exercise the rights granted by the proposal to specifically handle the relevant affairs mentioned in the proposals related to the offering and listing and other matters related to the offering and listing authorized by the board of directors, and the authorization period is the same as that stated in the Authorization Proposal.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions.

11. Deliberation and adoption of the "Proposal on the Company's Engagement of an Auditing Agency for the Offering and Listing of H Shares".

For the purpose of the offering and listing, the Company intends to engage Ernst & Young as the auditing agency for the offering and listing.

The result of the vote: 10 votes in favor (100% of valid votes), 0 votes against, 0 abstentions

The Company's Audit Committee expressed its concurring opinions on this proposal.

This proposal still needs to be submitted to the general meeting of shareholders of the Company for deliberation.

For details, please refer to the relevant announcements disclosed on the designated media and the website of the Shanghai Stock Exchange (www.sse.com.cn) on the same

day as this announcement.

This is hereby announced.

Board of Directors
Chifeng Jilong Gold Mining Co., Ltd.
8th June 2024