

Chifeng Jilong Gold Mining Co., Ltd

Announcement on the Resolutions of the 2024 First

Extraordinary General Meeting of Shareholders

The Board of directors and all directors of the Company guarantee that there are no false records, misleading statements or material omissions in the content of this announcement, and assume legal responsibility for the authenticity, accuracy and completeness of its content.

Important Notes:

- Is there any resolution vetoed at this meeting: No

I. Convening and attendance of meetings

1. Time: Aug 23 2024
2. Venue: 7A Xiaojing, Wanfeng Road, Fengtai District, Beijing
3. The ordinary shareholders and the preferred shareholders with reinstated voting rights present at the meeting and their shareholdings:

The number of shareholders and agents attending the meeting	463
The total number of shares with voting rights held by shareholders attending the meeting (shares)	463,419,152
The percentage of the number of voting shares held by shareholders attending the meeting to the total number of voting shares of the Company (%)	28.1077

Note: The total number of voting shares of the Company is the total share capital of the Company minus the number of shares repurchased.

4. The general meeting of shareholders was summoned by the Board of directors of the Company and the on-site meetings was presided by the company's Chairman Mr. Wang Jianhua. The convening and voting procedures of the meeting are in compliance with the provisions of the Corporate Law and the Articles of Association and relevant bylaws and regulations.
5. Attendance record of the Company's Board of directors, Board of supervisors and the secretary of the Board
 - a. All the 10 incumbent Board directors of the Company;
 - b. All the 3 incumbent Board supervisors of the Company;
 - c. The secretary of the Board.
 - d. All the senior executives of the Company

II. Deliberation and discussion of the proposals

1. Non-cumulative voting proposal s

1) Name of the proposal: On issuing and listing H share on Hongkong Stock Exchange

Results of the deliberations: approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,260,176	98.2393	8,114,020	1.7509	44,956	0.0098

2) Name of Proposal: " Plans on issuing and listing H share on Hongkong Stock Exchange "

2.01 Name of the proposal: The type and par value of the shares to be issued

Results of the deliberations: approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,257,976	98.2389	8,098,520	1.7475	62,656	0.0136

2.02 Name of the proposal: On H share issuance Time

Results of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,259,176	98.2391	8,111,220	1.7502	48,756	0.0107

2.03 Name of the proposal: On the way of issuance

Results of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,257,976	98.2389	8,097,520	1.7473	63,656	0.0138

2.04 Name of the proposal: On the Volume of H share issuance

Results of the deliberations: approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)

A share	455,235,776	98.2341	8,119,520	1.7520	63,856	0.0139
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2.05 Name of the Proposal: On the Pricing scheme

Results of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,236,976	98.2343	8,118,820	1.7519	63,356	0.0138

2.06 Name of the Proposal: On the Issuing Principles

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,257,176	98.2387	8,087,620	1.7452	74,356	0.0161

2.07 Name of the Proposal : Potential buyers

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,235,876	98.2341	8,118,820	1.7519	64,456	0.0140

3) Name of the Proposal: On the Company's conversion into an overseas joint stock limited company

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,216,776	98.2300	8,132,820	1.7549	69,556	0.0151

4) Name of the Proposal: On the validity period of the resolution on the Company's issuance of H shares and listing

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,257,376	98.2387	8,111,920	1.7504	49,856	0.0109

5) Name of the Proposal: On the use of funds raised by the Company through the issuance of H shares

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,246,376	98.2364	8,101,020	1.7480	71,756	0.0156

6) Name of the Proposal: On the report of the use of the Company's previous fund-raising

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,200,576	98.2265	8,087,720	1.7452	130,856	0.0283

7) Name of the Proposal: On the profit distribution plan prior to the issuance of H shares by the Company

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,248,276	98.2368	8,107,120	1.7494	63,756	0.0138

8) Name of the Proposal: On amending the Articles of Association of Chifeng Jilong Gold Mining Co.Ltd. (Draft) and relevant rules of procedure that will take effect after the issuance and listing of H share

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)

A share	455,522,196	98.2959	7,778,600	1.6785	118,356	0.0256
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9) Name of the proposal: On amending the company's internal governance system effective after the issuance and listing of H shares

9.01 Name of Proposal: On revising the Connected Party Transaction Management of Chifeng Jilong Gold Mining Co., Ltd

Result of the deliberations: Approved

Vote count detail:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,453,796	98.2811	7,887,900	1.7021	77,456	0.0168

9.02 Name of Proposal: The proposal on revising the working system of independent directors of Chifeng Jilong Gold Mining Co. Ltd

Result of the deliberations: Approved

Vote counts details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,635,096	98.3202	7,706,700	1.6630	77,356	0.0168

10) Name of the Proposal: The proposal to the General Meeting of Shareholders to authorize the board of Directors of the Company and its authorized persons to manage matters related to the issuance and listing of H shares of the Company

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,259,876	98.2393	8,015,620	1.7296	143,656	0.0311

11) Name of the Proposal: On the addition of Wong Yet Ping Ambrose as the independent director of the eighth board of Directors of the company

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)

A share	458,220,696	98.8782	4,847,200	1.0459	351,256	0.0759
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12) Name of the Proposal: On adjusting allowances for independent directors of the company

Result of the deliberations: Approved

Vote counts detail:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	457,985,296	98.8274	5,260,500	1.1351	173,356	0.0375

13) Name of the proposal: On the Roles of Board Directors of the Company

Results of the procedures: Approved

Vote count details:

Type of shareholder	For		Against		Abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	458,073,596	98.8464	5,141,100	1.1093	204,456	0.0443

14) Name of the Proposal: The proposal on the company to engage an auditor for H-share issuance and listing

Result of the deliberations: Approved

Vote count details:

Type of shareholder	For		Against		abstention	
	Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
A share	455,190,576	98.2243	7,990,720	1.7242	237,856	0.0515

2. The voting result of the major issues requiring at least 5% approval of voting rights of the shareholders

Proposal id	Description	For		Against		abstention	
		Votes	Percentage (%)	Votes	Percentage (%)	Votes	Percentage (%)
1	On issuing and listing H share on Hongkong Stock Exchange	190,611,010	95.8952	8,114,020	4.0821	44,956	0.0227
2.01	The type and par value of the	190,608,810	95.8941	8,098,520	4.0743	62,656	0.0316

	shares to be issued						
2.02	On H share issuance time	190,610,010	95.8947	8,111,220	4.0807	48,756	0.0246
2.03	On the way of issuance	190,608,810	95.8941	8,097,520	4.0738	63,656	0.0321
2.04	On the Volume of H share issuance	190,586,610	95.8829	8,119,520	4.0848	63,856	0.0323
2.05	On the Pricing scheme	190,587,810	95.8835	8,118,820	4.0845	63,356	0.0320
2.06	On the Issuing Principles	190,608,010	95.8937	8,087,620	4.0688	74,356	0.0375
2.07	Potential buyers	190,586,710	95.8830	8,118,820	4.0845	64,456	0.0325
3	On the Company's conversion into an overseas joint stock limited company	190,567,610	95.8734	8,132,820	4.0915	69,556	0.0351
4	On the validity period of the resolution on the Company's issuance of H shares and listing	190,608,210	95.8938	8,111,920	4.0810	49,856	0.0252
5	On the use of funds raised by the Company through the issuance of H shares	190,597,210	95.8883	8,101,020	4.0755	71,756	0.0362
6	On the report of the use of the Company's previous fund-raising	190,551,410	95.8652	8,087,720	4.0688	130,856	0.0660
7	On the profit distribution plan prior to the issuance of H shares by the Company	190,599,110	95.8892	8,107,120	4.0786	63,756	0.0322

8	On amending the Articles of Association of Chifeng Jilong Gold Mining Co.Ltd. (Draft) and relevant rules of procedure that will take effect after the issuance and listing of H share	190,873,030	96.0270	7,778,600	3.9133	118,356	0.0597
9.01	On revising the Connected Party Transaction Management of Chifeng Jilong Gold Mining Co., Ltd	190,804,630	95.9926	7,887,900	3.9683	77,456	0.0391
9.02	On revising the working system of independent directors of Chifeng Jilong Gold Mining Co. Ltd	190,985,930	96.0838	7,706,700	3.8771	77,356	0.0391
10	The proposal to the General Meeting of Shareholders to authorize the board of Directors of the Company and its authorized persons to manage matters related to the issuance and listing of H shares of the Company	190,610,710	95.8951	8,015,620	4.0326	143,656	0.0723

11	On the addition of Wong Yet Ping Ambrose as the independent director of the eighth board of Directors of the company	193,571,530	97.3846	4,847,200	2.4385	351,256	0.1769
12	On adjusting allowances for independent directors of the company	193,336,130	97.2662	5,260,500	2.6465	173,356	0.0873
13	On the Roles of Board Directors of the Company	193,424,430	97.3106	5,141,100	2.5864	204,456	0.1030
14	The proposal on the company to engage an auditor for H-share issuance and listing	190,541,410	95.8602	7,990,720	4.0200	237,856	0.1198

3. A statement on the voting on the proposal

In the above proposals for deliberation, the Proposal 1-8 and Proposal 10 are the special resolutions requiring the approval by the 2/3 voting rights of the shareholders attending the general meeting of the shareholders inclusive of their representatives

III. The lawyer's witnesses of the voting

1、 The law firm witnessed at this shareholders' meeting: Beijing Tian Yuan Law Firm Shanghai Branch

Lawyers: Xu Liangyu, Zhu Jiayao

2、 Conclusion and remarks

The convening and voting procedures of the Company's general meeting of shareholders comply with the provisions of laws, regulations, the rules of the general meeting of shareholders, and the Articles of Association. The qualifications of the personnels at present, the convener of the on-site meeting, the voting procedures and voting results of this general meeting are legal and valid.

IV. Reference files

1. The resolutions of the general meeting of shareholders signed and confirmed by the Board directors and the scribe at present the meeting and affixed with the company's official seal.

2. A legal opinion signed by the director of the law firm that has been witnessed the meeting and affixed with the official seal of the law firm.

The announcement is hereby made.

Chifeng Jilong Gold Mining Co., Ltd
Aug 24, 2024