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**潼關黃金集團有限公司**  
**Tongguan Gold Group Limited**

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 00340)**

**POLL RESULTS OF SPECIAL GENERAL MEETING  
HELD ON 21 JANUARY 2022**

The Board is pleased to announce that the Ordinary Resolution set out in the notice of the SGM dated 4 January 2022 to approve the Change of Auditors was duly passed by the Shareholders by way of poll at the SGM held on 21 January 2022.

References are made to the announcement of the Tongguan Gold Group Limited (the “**Company**”) dated 29 December 2021, the circular of the Company dated 4 January 2022 (the “**Circular**”) and the notice of the special general meeting (the “**SGM**”) dated 4 January 2022 (the “**Notice**”) in relation to the Change of Auditors. Unless the context requires otherwise, terms used herein shall bear the same meanings as those defined in the Circular.

At the SGM held on 21 January 2022, the proposed resolution as set out in the Notice was taken by poll pursuant to Rule 13.39(4) of the Listing Rules. The Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

The Board is pleased to announce that the proposed ordinary resolution (the “**Ordinary Resolution**”) set out in the Notice to approve the Change of Auditors was duly passed by the Shareholders by way of poll at the SGM. The poll results in respect of the Ordinary Resolution at the SGM are as follows:

<b>Ordinary Resolution</b>		<b>Number of votes (Percentage of the total votes casted at the SGM)</b>	
		<b>For</b>	<b>Against</b>
1.	To approve the appointment of CCTH CPA Limited as auditors of the Company to fill the vacancy following the resignation of BDO Limited, and to hold office until the conclusion of the next annual general meeting of the Company and to authorize the board of directors of the Company to fix their remuneration.	1,308,337,370 (100.0000%)	0 (0.0000%)

*Note:* The full text of the Ordinary Resolution was set out in the Notice.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed as ordinary resolution of the Company.

As at the date of the SGM, the Company had 3,392,272,221 Shares in issue. The total number of Shares held by the Shareholders who were entitled to attend the SGM and vote for or against the Ordinary Resolution was 3,392,272,221 Shares. There was no Shareholder entitling to attend the SGM and vote only against the Ordinary Resolution proposed at the SGM and no Shareholder was entitled to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. There was no Shareholder that was required to abstain from voting at the SGM under the Listing Rules. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution at the SGM.

All Directors attended the SGM.

By Order of the Board  
**Tongguan Gold Group Limited**  
**Yeung Kwok Kuen**  
*Executive Director and Chief Financial Officer*

Hong Kong, 21 January 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Yeung Kwok Kuen, Mr. Shi Xing Zhi and Mr. Shi Sheng Li as executive directors, Mr. Chu Kang Nam, Mr. Liang Xu Shu and Mr. Leung Ka Wo as independent non-executive directors.*