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SD-GOLD

SHANDONG GOLD MINING CO., LTD.

山東黃金礦業股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1787)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Set out below is the Second Announcement on the Progress of the Acquisition of Control over Yintai Gold Co., Ltd. of Shandong Gold Mining Co., Ltd. published by Shandong Gold Mining Co., Ltd. (the “**Company**”) on the website of the Shanghai Stock Exchange at www.sse.com.cn, for information purpose only.

By order of the Board
Shandong Gold Mining Co., Ltd.
Li Hang
Chairman

Jinan, the PRC, 31 March 2023

As at the date of this announcement, the executive directors of the Company are Mr. Liu Qin, Mr. Wang Shuhai and Mr. Tang Qi; the non-executive directors of the Company are Mr. Li Hang, Mr. Wang Lijun and Ms. Wang Xiaoling; and the independent non-executive directors of the Company are Mr. Wang Yunmin, Mr. Liew Fui Kiang and Ms. Zhao Feng.

Shandong Gold Mining Co., Ltd.

The Second Announcement on the Progress of the Acquisition of Control over Yintai Gold Co., Ltd.

The Company and all members of its board of directors guarantee the truthfulness, accuracy and completeness of the contents of this announcement, and severally and jointly accept the responsibility in case there are false representations and misleading statements contained in, or material omissions from, this announcement.

Shandong Gold Mining Co., Ltd. (the “Company”) proposed to acquire, by way of transfer by agreement, 401,060,950 shares of Yintai Gold Co., Ltd. (“Yintai Gold”) held by China Yintai Holdings Co., Ltd. (“China Yintai”) and 180,120,118 shares of Yintai Gold held by Mr. Shen Guojun, totaling 581,181,068 shares and representing 20.93% of the total share capital of Yintai Gold (the “Transaction”). Upon completion of the Transaction, the Company will become the controlling shareholder of Yintai Gold. For details and progress of the Transaction, please refer to the Indicative Announcement on the Entering into of the Share Transfer Agreement of the Company (No.: Lin 2022-082) disclosed on 12 December 2022, the Announcement on the Acquisition of Control over Yintai Gold Co., Ltd. of the Company (No.: Lin 2023-006) disclosed on 20 January 2023 and the Announcement on the Progress of the Acquisition of Control over Yintai Gold Co., Ltd. of the Company (No.: Lin 2023-008) disclosed on 4 February 2023 by the Company.

On 30 March 2023, the Company received the Letter of Decision on No Further Examination on Business Operators Concentration and Anti-monopoly Examination (Fan Zhi Er Shen Cha Jue Ding [2023] No. 192) (《经营者集中反垄断审查不实施进一步审查决定书》(反执二审查决定[2023]192 号)) issued by the State Administration for Market Regulation, particulars of which are as follows:

“According to Article 30 of the Anti-monopoly Law of the People’s Republic of

China, after preliminary examination, it is hereby decided that no further examination shall be conducted on the acquisition of the equity interests in Yintai Gold Co., Ltd. by Shandong Gold Mining Co., Ltd., and the concentration can be implemented with immediate effect since the date indicated.

Other matters that do not involve anti-monopoly examination of the concentration of undertakings shall be carried out according to the relevant laws.”

The Transaction is subject to the review of the Hong Kong Stock Exchange, the approval by shareholders’ general meeting of the Company, and shall perform relevant procedures in accordance with the relevant regulations of the Shenzhen Stock Exchange regarding transfer by agreement. At present, the relevant work is being further advanced. The Company will perform information disclosure obligations in a timely manner based on the actual progress of this acquisition. China Securities Journal, Shanghai Securities News, Securities Times, Securities Daily and the website of Shanghai Stock Exchange (<http://www.sse.com.cn/>) are the designated information disclosure media, and consequently relevant information shall be subject to the information published by the Company in the designated media above. Investors are advised to pay attention to the investment risks.

Announcement is hereby made.

The board of directors of Shandong Gold Mining Co., Ltd.

31 March 2023