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*(A company continued under the laws of British Columbia, Canada with limited liability)
(Hong Kong Stock Code: 1878)
(TSX Venture Exchange Stock Code: SGQ)*

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made by SouthGobi Resources Ltd. (the “**Company**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange.

The following document of the Company was published on the website of the SEDAR filing system in Canada (www.sedar.com). It is enclosed hereto as overseas regulatory announcement.

For and on behalf of
SouthGobi Resources Ltd.
Allison Snetsinger
Corporate Secretary

Vancouver, June 22, 2023

Hong Kong, June 22, 2023

As at the date of this announcement, the executive directors of the Company are Mr. Ruibin Xu, Ms. Chonglin Zhu and Mr. Chen Shen; the independent non-executive directors of the Company are Mr. Yingbin Ian He, Mr. Mao Sun and Ms. Jin Lan Quan; and the non-executive directors of the Company are Mr. Zhu Gao and Mr. Zaixiang Wen.

** For identification purposes only*

SouthGobi Resources Ltd.
Report of Voting Results
(Section 11.3 of National Instrument 51-102)

Reference is made to the Management Proxy Circular of SouthGobi Resources Ltd. (the “Company”) dated May 18, 2023 (Vancouver time) (the “Circular”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

In respect to the annual general meeting of the shareholders of the Company (the “Shareholders”) held on June 20, 2023, in Vancouver, Canada (the “Meeting”), the following sets forth a brief description of each matter which was voted upon at the Meeting and the outcome of the vote:

- 1. Appointment of Auditors** - BDO Limited, Certified Public Accountants (Practicing), Hong Kong, was appointed as auditor of the Company to hold office for the ensuing year or until their successors are appointed. The ordinary resolution was passed by a majority of the votes cast by ballot.

The result of the vote by ballot with respect to the above matter is shown below:

Total votes for:	131,897,257 (99.9998%)
Total votes withheld (note (a)):	200 (0.0002%)

- 2. Fixing the Number of Directors** - The number of directors to be elected at the Meeting was fixed at eight (8). The ordinary resolution was passed by a majority of the votes cast by ballot.

The result of the vote by ballot with respect to the above matter is shown below:

Total votes for:	131,896,957 (99.10%)
Total votes against:	1,203,150 (0.90%)

- 3. Election of Directors** – The eight director nominees set forth in the Circular were elected as directors to hold office for the ensuing year or until their successors are elected or appointed. The ordinary resolution was passed by a majority of the votes cast by ballot.

The result of the vote by ballot with respect to the above matter is shown below:

Ruibin Xu	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Chonglin Zhu	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Chen Shen	Total votes for:	131,885,757 (99.99%)
	Total votes withheld (note (a)):	11,700 (0.01%)
Zhu Gao	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Zaixiang Wen	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Yingbin Ian He	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Jin Lan Quan	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)
Mao Sun	Total votes for:	131,887,257 (99.99%)
	Total votes withheld (note (a)):	10,200 (0.01%)

Notes:

- (a) Please refer to the announcement of the Company dated April 3, 2023 (Vancouver time) and the paragraphs headed “Majority Voting Policy for Directors” and “Majority Voting Policy for Auditors” under the Circular for details of the waiver from Hong Kong Listing Rules granted by HKEX on two-way voting and the relevant majority voting policy adopted by the Company.
- (b) As more than 50% of votes were cast in favor resolutions numbered 1, 2 and 3, all such resolutions duly passed as ordinary resolutions at the Meeting.
- (c) As at the date of the Meeting, the total number of issued shares of the Company was 295,226,779 Shares, being the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the Meeting. The full text of the aforesaid resolutions was set out in the Circular.
- (d) Save as disclosed in note (a) above, there were (i) no Shares entitling the holders to attend and abstain from voting in favor of any resolution at the Meeting as set out in Rule 13.40 of the Hong Kong Listing Rules at the Meeting; and (ii) no Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions at the Meeting and these were no restrictions on any Shareholder casting vote on the resolutions proposed at the Meeting.
- (e) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the Meeting.
- (f) The Company’s share registrar, TSX Trust Company, acted as the scrutineer for the vote-taking at the Meeting.
- (g) The executive Directors, Messrs. Ruibin Xu, Chen Shen and Ms. Chonglin Zhu attended the Meeting through the telecommunication facilities. The non-executive Directors, Messrs. Zhu Gao and Zaixiang Wen, attended the Meeting through the telecommunication facilities. The independent non-executive Directors, Mr. Mao Sun, attended the Meeting in person and Mr. Yingbin Ian He and Ms. Jin Lan Quan attended the Meeting through the telecommunication facilities.

Dated at Vancouver, British Columbia this 21st day of June 2023.

SOUTHGOBI RESOURCES LTD.

“Allison Snetsinger”

By: _____
Allison Snetsinger
Corporate Secretary