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Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated June 20, 2024 (the “**Prospectus**”) issued by Laopu Gold Co., Ltd.\* (the “**Company**”).

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer to acquire, purchase or subscribe for any securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdiction. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or securities law of any state or other jurisdiction of the United States and may not be offered, sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Company has not intended and does not intend to make any public offer of securities in the United States. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Prospectus.

Potential investors of the Offer Shares should note that the Sole Overall Coordinator (for itself and on behalf of the Hong Kong Underwriters) can, in its sole and absolute discretion, terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting – Underwriting Arrangements – Hong Kong Public Offering – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on June 28, 2024).



**Laopu Gold Co., Ltd.\***  
**老鋪黃金股份有限公司**

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

**GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>: 19,451,300 H Shares (subject to the Offer Size Adjustment Option and the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 1,945,200 H Shares (subject to reallocation and the Offer Size Adjustment Option)</b>
<b>Number of International Offer Shares</b>	<b>: 17,506,100 H Shares (subject to reallocation, the Offer Size Adjustment Option and the Over-allotment Option)</b>
<b>Offer Price</b>	<b>: HK\$40.50 per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Hong Kong Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>: RMB1.00 per H Share</b>
<b>Stock code</b>	<b>: 6181</b>

*Sole Sponsor*

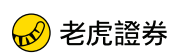


*Sole Overall Coordinator and Sole Global Coordinator*



*Joint Bookrunners and Joint Lead Managers*

*Joint Lead Manager*



\* For identification purpose only

**IMPORTANT NOTICE TO INVESTORS:**  
**FULLY ELECTRONIC APPLICATION PROCESS**

**We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of the Prospectus to the public in relation to the Hong Kong Public Offering.**

**The Prospectus is available at the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at [www.lphj.com](http://www.lphj.com). If you require a printed copy of the Prospectus, you may download and print from the website addresses above.**

To apply for the Hong Kong Offer Shares, you may:

- (1) apply online through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk); or
- (2) apply electronically through the HKSCC EIPO channel and cause HKSCC Nominees to apply on your behalf by instructing your broker or custodian who is a HKSCC Participant to give **electronic application instructions** via HKSCC’s FINI system to apply for the Hong Kong Offer Shares on your behalf.

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed prospectus as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

**If you are an *intermediary, broker or agent*, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.**

Please refer to the section headed “How to Apply for Hong Kong Offer Shares” in the Prospectus for further details on the procedures through which you can apply for the Hong Kong Offer Shares electronically.

Your application through the **White Form eIPO** service or the HKSCC EIPO channel must be for a minimum of 100 Hong Kong Offer Shares and in one of the numbers set out in the table. If you are applying through the **White Form eIPO** service, you may refer to the table below for the amount payable for the number of Hong Kong Offer Shares you have selected. You must pay the respective amount payable on application in full upon application for Hong Kong Offer Shares. If you are applying through the HKSCC EIPO channel, you are required to pre-fund your application based on the amount specified by your broker or custodian, as determined based on the applicable laws and regulations in Hong Kong.

No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application <i>HK\$</i>
100	4,090.85	2,500	102,271.10	30,000	1,227,253.28	350,000	14,317,954.88
200	8,181.69	3,000	122,725.32	40,000	1,636,337.70	400,000	16,363,377.00
300	12,272.54	3,500	143,179.55	50,000	2,045,422.13	450,000	18,408,799.13
400	16,363.38	4,000	163,633.76	60,000	2,454,506.56	500,000	20,454,221.26
500	20,454.22	4,500	184,087.99	70,000	2,863,590.98	600,000	24,545,065.50
600	24,545.07	5,000	204,542.21	80,000	3,272,675.40	700,000	28,635,909.76
700	28,635.91	6,000	245,450.65	90,000	3,681,759.83	800,000	32,726,754.00
800	32,726.75	7,000	286,359.10	100,000	4,090,844.26	900,000	36,817,598.26
900	36,817.59	8,000	327,267.55	150,000	6,136,266.38	972,600 <sup>(1)</sup>	39,787,551.18
1,000	40,908.44	9,000	368,175.98	200,000	8,181,688.50		
1,500	61,362.66	10,000	409,084.43	250,000	10,227,110.63		
2,000	81,816.89	20,000	818,168.86	300,000	12,272,532.76		

*Notes:*

- (1) Maximum number of Hong Kong Offer Shares you may apply for.
- (2) The amount payable is inclusive of brokerage, SFC transaction levy, the Hong Kong Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the Listing Rules) and the SFC transaction levy, the Hong Kong Stock Exchange trading fee and AFRC transaction levy are paid to the Stock Exchange (in the case of the SFC transaction levy, collected by the Stock Exchange on behalf of the SFC; and in the case of the AFRC transaction levy, collected by the Stock Exchange on behalf of the AFRC).

No application for any other number of the Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

## **APPLICATION FOR LISTING OF THE H SHARES ON THE HONG KONG STOCK EXCHANGE**

We have applied to the Hong Kong Stock Exchange for the granting of listing of, and permission to deal in, our H Shares to be issued pursuant to the Global Offering (including any H Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option and the Over-allotment Option) and the H Shares to be converted from Unlisted Shares.

## STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises (i) the Hong Kong Public Offering of initially 1,945,200 Hong Kong Offer Shares (subject to reallocation and the Offer Size Adjustment Option) and (ii) the International Offering of initially 17,506,100 International Offer Shares (subject to reallocation, the Offer Size Adjustment Option and the Over-allotment Option).

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation as detailed in the section headed “*Structure of the Global Offering – The Hong Kong Public Offering – Reallocation*” in the Prospectus.

In particular, the Sole Overall Coordinator may, at its sole discretion, reallocate Offer Shares initially allocated for the International Offering to the Hong Kong Public Offering. In accordance with Practice Note 18 of the Listing Rules and Chapter 4.14 of the Guide for New Listing Applicants (the “**Guide**”) issued by the Hong Kong Stock Exchange, the maximum number of the Offer Shares available under the Hong Kong Public Offering after any such reallocation shall not exceed 3,890,400 Offer Shares (assuming the Offer Size Adjustment Option is not exercised), representing twice the number of the Offer Shares initially available under the Hong Kong Public Offering. Further details on the circumstances under which the above Practice Note and the Guide would apply are set out in the section headed “*Structure of the Global Offering*” in the Prospectus.

As part of the Global Offering, the Company has the Offer Size Adjustment Option under the Hong Kong Underwriting Agreement. The Offer Size Adjustment Option provides flexibility to increase the number of Offer Shares available for purchase under the Global Offering to cover additional market demand, if any. The Offer Size Adjustment Option may be exercised by the Company after consultation with the Sole Overall Coordinator prior to the execution of the International Underwriting Agreement and will expire upon execution of the International Underwriting Agreement. Under the Offer Size Adjustment Option, the Company may issue any number of H Shares up to an aggregate of 2,917,600 additional Offer Shares at the Offer Price. These Offer Size Adjustment Option Shares, if any, will be allocated in such manner as closely as practicable to maintain the proportionality between the Hong Kong Public Offering and the International Offering following the application of the reallocation arrangement described in the subsection headed “*Structure of the Global Offering — The Hong Kong Public Offering — Reallocation*” in the Prospectus. The Company will disclose in its allotment results announcement if and to what extent the Offer Size Adjustment Option has been exercised, or confirm that if the Offer Size Adjustment Option has not been exercised prior to the execution of the International Underwriting Agreement, it will lapse and cannot be exercised at any future date.

In connection with the Global Offering, we may grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Overall Coordinator in its sole and absolute discretion on behalf of the International Underwriters. Pursuant to the Over-allotment Option (if granted), the International Underwriters have the right, exercisable by the Sole Overall Coordinator (in its sole and absolute discretion on behalf of the International Underwriters) at any time from the Listing Date until 30 days from the last day for the making of applications under the Hong Kong Public Offering, to require us to allot and issue up to 2,917,600 additional Offer Shares (representing not more than 15% of the total number of Offer Shares initially available under the Global Offering assuming the Offer Size Adjustment Option is not exercised at all) or up to an aggregate of 3,355,300 additional H Shares (representing approximately 15% of the total number of Offer Shares being offered under the Global Offering assuming the Offer Size Adjustment Option is exercised in full) at the Offer Price, to cover over-allocations in the International Offering. We will make an announcement if the Over-allotment Option is exercised.

## PRICING

The Offer Price will be HK\$40.50 per H Share unless otherwise announced. Applicants for Hong Kong Offer Shares may be required to pay, on application (subject to application channel), the Offer Price per Hong Kong Offer Share plus the brokerage fee of 1.0%, the SFC transaction levy of 0.0027%, the AFRC transaction levy of 0.00015% and the Hong Kong Stock Exchange trading fee of 0.00565%, amounting to a total of HK\$4,090.85 for one board lot of 100 H Shares.

## EXPECTED TIMETABLE

Hong Kong Public Offering commences . . . . . 9:00 a.m. on Thursday,  
June 20, 2024

Latest time to complete applications under the  
**White Form eIPO** service through the designated  
website at [www.eipo.com.hk](http://www.eipo.com.hk) . . . . . 11:30 a.m. on Tuesday,  
June 25, 2024

Application lists open . . . . . 11:45 a.m. on Tuesday,  
June 25, 2024

Latest time (a) to complete payment of **White Form eIPO**  
applications by effecting internet banking transfer(s) or  
PPS payment transfer(s) and  
(b) give **electronic application instructions** to HKSCC. . . . . 12:00 noon on Tuesday,  
June 25, 2024

If you are instructing your broker or custodian who is a HKSCC Participant to submit **electronic application instructions** on your behalf through HKSCC's FINI system in accordance with your instruction, you are advised to contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

Application lists close . . . . . 12:00 noon on Tuesday,  
June 25, 2024

Announcement of:

- the level of applications of the Hong Kong Public Offering;
- the level of indications of interest in the International Offering; and

- the basis of allocation of the Hong Kong Offer Shares to be published on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.lphj.com](http://www.lphj.com) ..... at or before 11:00 p.m. on Thursday, June 27, 2024

The results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be made available through a variety of channels as described in the section headed "How to Apply for the Hong Kong Offer Shares — Publication of Results", including:

- on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.lphj.com](http://www.lphj.com) respectively ..... at or before 11:00 p.m. on Thursday, June 27, 2024
- on the designated results of allocation website at [www.iporeresults.com.hk](http://www.iporeresults.com.hk) (alternatively: [www.eipo.com.hk/eIPOAllotment](http://www.eipo.com.hk/eIPOAllotment)) with a "search by ID" function ..... from 11:00 p.m. on Thursday, June 27, 2024 to 12:00 midnight on Wednesday, July 3, 2024
- from the allocation results telephone enquiry line by at +852 2862 8555 between 9:00 a.m. and 6:00 p.m ..... from Friday, June 28, 2024 to Thursday, July 4, 2024 (excluding Saturdays, Sundays and public holidays in Hong Kong)

Despatch of H Share certificates in respect of wholly or partially successful applications, or deposit of H Share certificate into CCASS, on or before ..... Thursday, June 27, 2024

Despatch of **White Form** e-Refund payment instructions and refund cheques in respect of wholly or partially successful applications on or before ..... Friday, June 28, 2024

Dealings in our H Shares on the Hong Kong Stock Exchange expected to commence at ..... 9:00 a.m. on Friday, June 28, 2024

## SETTLEMENT

Subject to the granting of the listing of, and permission to deal in, the H Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Hong Kong Stock Exchange or on any other date as determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. All necessary arrangements have been made enabling the H Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisors for details of the settlement arrangements as such arrangements may affect their rights and interests.

## APPLICATION CHANNELS

The Hong Kong Public Offering period will begin at 9:00 a.m. on Thursday, June 20, 2024 and end at 12:00 noon on Tuesday, June 25, 2024 (Hong Kong time).

To apply for Hong Kong Offer Shares, you may use one of the following application channels:

<u>Application Channel</u>	<u>Platform</u>	<u>Target Investors</u>	<u>Application Time</u>
<b>White Form eIPO service</b> .....	<a href="http://www.eipo.com.hk">www.eipo.com.hk</a>	Investors who would like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Thursday, June 20, 2024 to 11:30 a.m., Tuesday, June 25, 2024, Hong Kong time. The latest time for completing full payment of application monies will be 12:00 noon on Tuesday, June 25, 2024, Hong Kong time.
<b>HKSCC EIPO channel</b> .....	Your broker or custodian who is an HKSCC Participant will submit <b>electronic application instructions</b> on your behalf through HKSCC's FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant's stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.



The **White Form eIPO** service and the HKSCC EIPO channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Hong Kong Offer Shares.

## **PUBLICATION OF RESULTS**

We expect to announce the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of Hong Kong Offer Shares on the Hong Kong Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.lphj.com](http://www.lphj.com) by no later than 11:00 p.m. on Thursday, June 27, 2024 (Hong Kong time).

The results of allocations and the identification document numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and dates and in the manner specified in the section headed "*How to Apply for Hong Kong Offer Shares – Publication of Results*" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed "*Structure of the Global Offering – Conditions of the Global Offering*" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, AFRC transaction levy and the Hong Kong Stock Exchange trading fee, will be refunded, without interest. Any refund of your application monies will be made on or before Friday, June 28, 2024.

No temporary document of title will be issued in respect of the H Shares. No receipt will be issued for sums paid on application. H Share certificates and e-refund payment instructions/refund cheques are expected to be posted on or before Friday, June 28, 2024 as further described in the section headed "*How to Apply for Hong Kong Offer Shares – Despatch/Collection of H Share Certificates and Refund of Application Monies*" in the Prospectus. H Share certificates will only become valid evidence of title at 8:00 a.m. on Friday, June 28, 2024 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the section headed "*Underwriting*" in the Prospectus has not been exercised. Investors who trade H Shares prior to the receipt of H Share certificates or prior to the H Share certificates becoming valid do so entirely at their own risk.

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, June 28, 2024 (Hong Kong time), it is expected that dealings in the H Shares on the Hong Kong Stock Exchange will commence at 9:00 a.m. on Friday, June 28, 2024 (Hong Kong time).

The H Shares will be traded in board lots of 100 H Shares each and the stock code of the H Shares will be 6181.

This announcement is available for viewing on the website of the Company at [www.lphj.com](http://www.lphj.com) and the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

By order of the Board  
**Laopu Gold Co., Ltd.**  
老鋪黃金股份有限公司  
**Xu Gaoming**  
*Chairman and executive director*

Hong Kong, June 20, 2024

*As at the date of this announcement, the Board of Directors of the Company comprises (i) Mr. Xu Gaoming, Mr. Feng Jianjun, Mr. Xu Rui and Mr. Jiang Xia (effective upon Listing Date) as executive directors; and (ii) Mr. Sun Yijun, Dr. He Yurun and Mr. See Tak Wah (effective upon Listing Date) as independent non-executive directors.*