

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



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)
(Stock Code: 6181)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “**EGM**”) of Laopu Gold Co., Ltd. (the “**Company**”) will be held at Conference Room, LG Floor, Grand Hyatt Beijing, No. 1 Dong Chang’an Avenue, Dongcheng District, Beijing, the PRC on Friday, 20 September 2024 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions (with or without amendments). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 5 September 2024.

Ordinary Resolutions

1. To consider and approve the Proposed Adjustment of the Remuneration of Independent Non-Executive Directors.
2. To consider and approve the Proposed Amendments to Certain Rules and Measures of the Company:
 - 2.1 Rules of Procedures for the General Meeting;
 - 2.2 Rules of Procedures for Meetings of the Board of Directors;
 - 2.3 Working Rules for the Independent Non-executive Directors;
 - 2.4 Administrative Measures for External Investments;
 - 2.5 Administrative Measures for External Guarantees;
 - 2.6 Administrative Measures for Connected Transactions; and
 - 2.7 Rules of Procedures for Meetings of the Board of Supervisors.

3. To consider and approve the Proposed Abolishment of Certain Rules of the Company:
 - 3.1 Management Rules of Information Disclosure;
 - 3.2 Management Rules of Raised Funds; and
 - 3.3 Management Rules Regulating Capital Transactions with Related Parties.
4. To consider and approve the Proposed H Share Full Circulation:
 - 4.1 Proposed Application for the H Share Full Circulation; and
 - 4.2 Proposed Grant of Authorization to the Board and its Delegated Persons to Handle Matters Relating to the H Share Full Circulation.

Special Resolutions

5. To consider and approve the General Mandate for the Issuance of Shares;
6. To consider and approve the General Mandate for the Repurchase of H Shares; and
7. To consider and approve the Proposed Amendments to the Articles of Association and Adoption of the New Articles of Association.

By Order of the Board

Laopu Gold Co., Ltd.

老鋪黃金股份有限公司

Xu Gaoming

Chairman of the Board and Executive Director

5 September 2024

Notes:

- (1) Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorized in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer or attorney duly authorized.
- (3) In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited with Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders) or the Company's office at Rooms 3-6, 6/F No. 3 West Building, The Towers at Oriental Plaza, No. 1 Dong Chang'an Avenue, Dongcheng District, Beijing, the PRC (for Unlisted Share Shareholders) as soon as practicable but in any event not less than 24 hours before the time appointed for holding the EGM (i.e. Thursday, 19 September 2024 at 10:00 a.m.), or any adjourned meeting thereof (as the case may be).

- (4) Completion and return of the proxy form shall not preclude the Shareholders from attending and voting in person at the EGM or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the proxy form shall be deemed to be revoked.
- (5) Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.
- (6) For the purpose of determining the H Shareholders entitled to attend and vote at the EGM, the register of members of H Shares will be closed from Monday, 16 September 2024 to Friday, 20 September 2024 (both days inclusive). The record date for determining the entitlement of the Shareholders to attend and vote at the EGM will be Friday, 20 September 2024. In order to qualify for the entitlement to attend and vote at the above EGM, the H Shareholders must lodge all transfer forms accompanied by the relevant H share certificates with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Friday, 13 September 2024.
- (7) All resolutions at the EGM will be decided on a poll. Shareholders will still be able to vote by doing so in advance of the EGM by proxy. If a Shareholder (other than those who can attend the EGM physically) wishes to vote on any resolution at the EGM, he/she/it can appoint the chairman of the EGM or proxy who can attend the EGM physically to exercise his/her/its right to vote at the EGM in accordance with his/her/its instructions.
- (8) Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses. Shareholders (or their proxies) attending the meeting shall procure their identity documents.
- (9) All times refer to Hong Kong local time, except as otherwise stated.

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