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龍資源有限公司
DRAGON MINING
LIMITED

DRAGON MINING LIMITED

龍資源有限公司*

(Incorporated in Western Australia with limited liability ACN 009 450 051)

(Stock Code: 1712)

**REORGANISATION PROPOSAL —
CHANGE OF THE HOLDING COMPANY OF THE GROUP FROM
DRAGON MINING LIMITED
(DOMICILED IN AUSTRALIA)
TO DRAGON GOLD MINING LIMITED
(DOMICILED IN HONG KONG),
THE SHARES OF WHICH ARE PROPOSED TO BE LISTED ON
THE MAIN BOARD OF THE STOCK EXCHANGE OF
HONG KONG LIMITED
BY WAY OF INTRODUCTION PURSUANT
TO A SCHEME OF ARRANGEMENT
(UNDER PART 5.1 OF THE CORPORATIONS ACT 2001 (CTH))
(1) DESPATCH OF SCHEME BOOKLET;
(2) BOOK CLOSURE PERIOD AND RECORD DATE
FOR DETERMINING ENTITLEMENT TO ATTEND AND VOTE
AT THE SCHEME MEETING AND
THE EXTRAORDINARY GENERAL MEETING;
AND
(3) BOOK CLOSURE PERIOD AND RECORD DATE
FOR DETERMINING ENTITLEMENTS UNDER THE SCHEME**

Reference is made to the announcement of the Company dated 29 April 2026 (the “**Announcement**”) in relation to the Reorganisation Proposal. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement and the Scheme Booklet.

DESPATCH OF THE SCHEME BOOKLET

The Scheme Booklet dated 29 June 2026 containing, among other things, details of the Reorganisation Proposal and the Scheme, the expected timetable, information regarding the Group, the Letter from the Board, a notice of the Scheme Meeting and a notice of the Extraordinary General Meeting, together with the Scheme Proxy Form and the EGM Proxy Form in relation thereto, has been despatched to the Shareholders on 29 June 2026.

EXPECTED TIMETABLE

The indicative timetable for the Reorganisation Proposal is set out below:

Key Event	Time and Date <i>(Hong Kong and Perth times and dates unless otherwise indicated)</i>
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Latest time for lodging transfer of Shares in order to qualify for attending and voting at the Scheme Meeting and the Extraordinary General Meeting.	4:30 p.m. on Friday, 31 July 2026
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Closure of register of members of the Company for determining entitlement of Shareholders to attend and vote at the Scheme Meeting and the Extraordinary General Meeting (<i>Note 1</i>)	from Monday, 3 August 2026 to Thursday, 6 August 2026 (both days inclusive)
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Record date for determining entitlement of Shareholders to attend and vote at the Scheme Meeting and the Extraordinary General Meeting.	6:00 p.m. on Tuesday, 4 August 2026
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Latest time for lodging the Scheme Proxy Form in respect of the Scheme Meeting (<i>Note 2</i>)	10:00 a.m. on Tuesday, 4 August 2026
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Latest time for lodging the EGM Proxy Form in respect of the Extraordinary General Meeting (<i>Note 2</i>)	10:30 a.m. on Tuesday, 4 August 2026
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Scheme Meeting (<i>Note 6</i>)	10:00 a.m. on Thursday, 6 August 2026
Extraordinary General Meeting (<i>Note 6</i>)	10:30 a.m. on Thursday, 6 August 2026
Announcement of the results of the Scheme Meeting and the Extraordinary General Meeting posted on the website of the Stock Exchange	after close of market on Thursday, 6 August 2026
Second Court Hearing (<i>Note 4</i>)	Thursday, 13 August 2026
Order of the Court under section 411(4)(b) of the Corporations Act delivered to ASIC for registration	before 5:00 p.m. on Thursday, 13 August 2026
Announcement of the result of the Second Court Hearing, the expected Effective Date, the expected Implementation Date, the expected date of withdrawal of listing of the Shares and the expected date of commencement of dealings in the New Holdco Shares posted on the website of the Stock Exchange	Thursday, 13 August 2026
Effective Date (<i>Note 3</i>).	Thursday, 13 August 2026
Dealings in the Shares on the Stock Exchange cease.	4:10 p.m. on Thursday, 13 August 2026
Latest time for lodging transfers of Shares in order to qualify for entitlements under the Scheme	4:30 p.m. on Tuesday, 18 August 2026
Closure of register of members of the Company for determining entitlements under the Scheme (<i>Note 4</i>).	from Wednesday, 19 August 2026 onwards
Record Date	6:00 p.m. on Thursday, 20 August 2026
Despatch of the share certificates for the New Holdco Shares (<i>Note 5</i>).	Tuesday, 1 September 2026
Implementation Date for the Scheme	Wednesday, 2 September 2026

Announcement of, among other things, the
Implementation Date and the withdrawal of the
listing of the Shares posted on the website of the
Stock Exchange before 8:30 a.m.
on Wednesday, 2 September 2026

Withdrawal of the listing of the Shares on the Main
Board 9:00 a.m.
on Wednesday, 2 September 2026

Dealings in the New Holdco Shares on the Stock
Exchange commence 9:00 a.m.
on Wednesday, 2 September 2026

Shareholders should note that the dates or deadlines specified in the above timetable are indicative only and subject to change. The actual dates and times will depend on many factors outside the control of the Company and the New Holdco, including the Court approval process and the satisfaction or waiver of the Conditions Precedent and the Implementation Conditions to the Scheme. Further announcement(s) regarding the Reorganisation Proposal will be made in the event that there is any change to the above timetable.

Notes:

- (1) The register of members of the Company will be closed during this period for the purpose of determining the entitlement of the Shareholders to attend and vote at the Scheme Meeting and the Extraordinary General Meeting. For the avoidance of doubt, this period of closure is not for determining the entitlement of the Scheme Shareholders under the Scheme.
- (2) Whether or not you are able to attend the Scheme Meeting and/or the Extraordinary General Meeting (whether physically in Hong Kong or through the Online Platform(s)), you are strongly urged to (i) submit your proxy appointment electronically via the relevant website specified in the Scheme Booklet, or (ii) complete and sign the relevant Proxy Form (the pink Scheme Proxy Form in respect of the Scheme Meeting, and the white EGM Proxy Form in respect of the Extraordinary General Meeting) in accordance with the instructions printed thereon and return the same to the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, or by email to dml.epoxy@computershare.com.hk, as soon as possible and in any event not later than 48 hours before the time appointed for the holding of the Scheme Meeting or the Extraordinary General Meeting (as applicable) or any adjournment thereof. Submission of a proxy appointment will not preclude you from attending and voting in person at the relevant meeting (whether physically in Hong Kong or through the Online Platform(s)) or any adjournment thereof if you so wish. In such event, the authority of your proxy will be revoked.

- (3) The Scheme will become Effective when an order of the Court made under section 411(4)(b) of the Corporations Act in relation to the Scheme comes into effect pursuant to section 411(10) of the Corporations Act (but in any event at no time before an office copy of the order of the Court is delivered to ASIC for registration). If the Scheme shall not have become Effective by the End Date, being 31 December 2026 or such later date as the Court may direct, the Scheme will lapse. The Shareholders will be advised by an announcement of the exact date upon which the Scheme becomes Effective.
- (4) The register of members of the Company will be closed during this period for the purpose of determining the Scheme Shareholders, being those Shareholders who are qualified for entitlements under the Scheme.
- (5) Share certificates for the New Holdco Shares will only become valid on the Implementation Date.
- (6) The Scheme Meeting and the Extraordinary General Meeting will be held on Thursday, 6 August 2026 as scheduled regardless of whether or not an amber or red rainstorm warning signal is in force in Hong Kong at any time on that day. However, if a black rainstorm warning signal, a tropical cyclone warning signal no. 8 or above, or “extreme conditions” announced by the Hong Kong Government is/are in force in Hong Kong at 9:00 a.m. on Thursday, 6 August 2026, the Scheme Meeting and the Extraordinary General Meeting will be adjourned. The Company will post an announcement on the website of the Stock Exchange at www.hkexnews.hk and on the Company’s websites to notify Shareholders of the date, time and place of the adjourned meeting(s).

BOOK CLOSURE PERIOD AND RECORD DATE FOR DETERMINING ENTITLEMENT TO ATTEND AND VOTE AT THE SCHEME MEETING AND THE EXTRAORDINARY GENERAL MEETING

On the basis that the Scheme Meeting and the Extraordinary General Meeting are expected to be held on Thursday, 6 August 2026, the register of members of the Company will be closed from Monday, 3 August 2026 to Thursday, 6 August 2026 (both days inclusive) for the purpose of determining the entitlement of the Shareholders to attend and vote at the Scheme Meeting and the Extraordinary General Meeting. During such period of closure of the register of members, no transfers of Shares will be registered. In order to qualify to attend and vote at the Scheme Meeting and the Extraordinary General Meeting, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, of Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. (Hong Kong/Perth time) on Friday, 31 July 2026. Shareholders whose names appear on the register of members of the Company at 6:00 p.m. (Hong Kong/Perth time) on Tuesday, 4 August 2026 will be entitled to attend and vote at the Scheme Meeting and the Extraordinary General Meeting.

BOOK CLOSURE PERIOD AND RECORD DATE FOR DETERMINING ENTITLEMENTS UNDER THE SCHEME

If the Scheme is approved at the Scheme Meeting and the Capital Reduction Resolution set out in the notice of the Extraordinary General Meeting is passed on the scheduled dates, the register of members of the Company will be closed from Wednesday, 19 August 2026 onwards for the purpose of determining the Scheme Shareholders who are qualified for entitlements under the Scheme. During such period, no transfers of Shares will be registered. In order to qualify for entitlements under the Scheme, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, of Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. (Hong Kong/Perth time) on Tuesday, 18 August 2026. Subject to the Scheme becoming Effective, Scheme Shareholders whose names appear on the register of members of the Company at 6:00 p.m. (Hong Kong/Perth time) on Thursday, 20 August 2026 (being the Record Date) will be qualified for entitlements under the Scheme.

OVERSEAS SHAREHOLDERS

Shareholders, if any, whose addresses, as shown on the register of members of the Company at the Record Date, are in any jurisdiction other than Hong Kong or Australia should read the section headed "Non-Qualifying Overseas Shareholders" in Section 2.20 of the Scheme Booklet, as that section contains important information in relation to their entitlements under the Scheme.

CESSATION OF DEALINGS IN THE SHARES, WITHDRAWAL OF LISTING OF THE SHARES AND DEALINGS IN THE NEW HOLDCO SHARES

Shareholders should note that the Directors currently expect that, subject to the Scheme becoming Effective and the Implementation Conditions being satisfied, (i) dealings in the Shares on the Stock Exchange will cease at 4:10 p.m. on Thursday, 13 August 2026 and the listing of the Shares on the Stock Exchange will be withdrawn at 9:00 a.m. on Wednesday, 2 September 2026; and (ii) dealings in the New Holdco Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, 2 September 2026. Upon completion of the Reorganisation Proposal, the listing of the Shares on the Stock Exchange will be withdrawn in accordance with Rule 6.15(2) of the Listing Rules, and the New Holdco Shares will be traded on the Stock Exchange under the Company's existing stock code (being Stock Code 1712). The stock short name of the New Holdco will remain the same as the Company's existing stock short name.

BOARD LOT SIZE FOR TRADING IN THE NEW HOLDCO SHARES AND SHARE CERTIFICATES FOR THE NEW HOLDCO SHARES

Shareholders should note that the board lot size for trading in the New Holdco Shares on the Stock Exchange will remain unchanged at 1,000 New Holdco Shares. Upon the Scheme being implemented, share certificates for the New Holdco Shares will be issued to the Shareholders (other than the Non-Qualifying Overseas Shareholders, if any, who will receive cash instead) whose names appear on the register of members of the Company at the Record Date. In order to distinguish between the existing and the new share certificates, the share certificates for the New Holdco Shares will be pink in colour, whereas the existing share certificates for the Shares are blue in colour. Share certificates for the New Holdco Shares will only become valid on the Implementation Date, being Wednesday, 2 September 2026.

Shareholders and potential investors of the Company should be aware that the implementation of the proposed reorganisation is subject to a number of conditions and may or may not proceed. Shareholders and potential investors of the Company are urged to exercise extreme caution when dealing in the Shares and other securities of the Company, and should seek professional advice if there is any doubt about their position.

On behalf of the Board
Dragon Mining Limited
Brett Robert Smith
Executive Director

Hong Kong, 29 June 2026

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Arthur George Dew as Chairman and Non-Executive Director (with Mr. Wong Tai Chun Mark as his Alternate); Mr. Brett Robert Smith as Chief Executive Officer and Executive Director; Ms. Lam Lai as Non-Executive Director; and Mr. Pak Wai Keung Martin, Mr. Poon Yan Wai and Mr. Li Chak Hung as Independent Non-Executive Directors.

* *For identification purpose only*