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Lingbao Gold Group Company Ltd.

靈寶黃金集團股份有限公司

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

(Stock code: 3330)

**POLL RESULTS OF THE
2018 ANNUAL GENERAL MEETING HELD ON 12 JUNE 2019**

Reference is made to the circular of Lingbao Gold Group Company Ltd. dated 26 April 2019 (the “**Circular**”). Unless otherwise indicated, the terms used herein shall have the same meanings as those used in the Circular.

At the AGM held on 12 June 2019, all proposed resolutions as set out in the AGM Notice dated 26 April 2019 were taken by poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Details of the result of poll voting are set below:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	to consider and approve the report of the board of directors of the Company (“Board”) for the year 2018;	519,181,091 (99.72%)	1,434,000 (0.28%)
2.	to consider and approve report of the supervisory committee of the Company for the year 2018;	519,181,091 (99.72%)	1,434,000 (0.28%)
3.	to consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditors’ reports for the year ended 31 December 2018;	519,181,091 (99.72%)	1,434,000 (0.28%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
4.	to consider and approve the re-election of Mr. Zhang Feihu as a non-executive director of the Company;	481,220,091 (92.43%)	39,395,000 (7.57%)
5.	to consider and approve the profit distribution proposal of the Company and the relevant declaration and payments of final dividends for the year ended 31 December 2018;	519,181,091 (99.72%)	1,434,000 (0.28%)
6.	to authorise the Board to fix the remuneration of the directors and supervisors of the Company for the year 2018;	519,181,091 (99.72%)	1,434,000 (0.28%)
7.	to re-appoint KPMG as the Company's international auditors and KPMG Huazhen LLP as the Company's PRC auditors and to authorise the Board to fix their remuneration; and	519,181,091 (99.72%)	1,434,000 (0.28%)
8.	To consider and approve any motion proposed by any shareholder of the Company holding 5% or more of the shares with voting rights at such meeting, if any.*	518,973,091 (99.68%)	1,642,000 (0.32%)

* no motion was proposed by any shareholder of the Company holding 5% or more of the shares with voting rights during the meeting.

SPECIAL RESOLUTIONS		Number of votes (%)	
		For	Against
1.	to consider and approve the general mandate to issue new shares;	481,012,091 (92.39%)	39,603,000 (7.61%)
2.	to consider and approve the proposal in relation to the grant of authorisation to the Board to issue debt financing instruments; and	481,012,091 (92.39%)	39,603,000 (7.61%)
3.	to consider and approve the proposal in relation to the amendments to the articles of association of the Company.	519,181,091 (99.72%)	1,434,000 (0.28%)

As at the date of the AGM, the issued share capital of the Company was 864,249,091 shares (“**Shares**”) of the Company. The total number of Shares entitling the holder to attend and vote for or against the ordinary resolutions and special resolution at the AGM was 864,249,091 Shares, representing 100% of the total issued share capital of the Company. No Shareholder is required to abstain from voting in respect of the ordinary resolutions and special resolution.

As more than 50% of the valid votes were cast in favour of all ordinary resolutions, all ordinary resolutions were duly passed by way of poll at the AGM.

As more than two thirds of the votes were cast in favour of the special resolutions numbered 1, 2 and 3, all special resolutions were duly passed by way of poll at the AGM.

DISTRIBUTION OF FINAL DIVIDEND

The proposal for the payment of a final dividend of RMB0.20 per Share (tax inclusive) for the year ended 31 December 2018 to the Shareholders was approved at the AGM. It is expected that the final dividend will be payable before or after 31 July 2019. In order to determine the Shareholders who are entitled to the receipt of the above-mentioned 2018 final dividend, the register of members of the Company will be closed from Tuesday, 18 June 2019 to Saturday, 22 June 2019, both days inclusive. To be eligible to receive the abovementioned final dividend for the year ended 31 December 2018, all share transfer documents accompanied by the relevant share certificates shall be lodged 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 (for holders of H shares) or the registered office address of the Company at Hangu Road and Jingshan Road Intersection, Lingbao, Henan, the PRC (for holders of domestic shares), no later than 4:30 p.m. on Monday, 17 June 2019.

By order of the Board
Lingbao Gold Group Company Ltd.
Chen Jianzheng
Chairman

Henan, the PRC, 12 June 2019

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Chen Jianzheng, Mr. Xing Jiangze, Ms. Zhou Xing, Mr. Zhao Kun and Mr. Wang Leo; two non-executive directors, namely Mr. Zhang Feihu and Mr. Shi Yuchen; and four independent non-executive directors, namely Mr. Yang Dongsheng, Mr. Han Qinchun, Mr. Wang Jiheng and Mr. Wang Guanghua.