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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)

COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Overall Coordinator, Joint Bookrunner and Joint Placing Agent



Joint Bookrunner and Joint Placing Agent



Reference is made to the announcements of the Company dated 14 April 2026 and 17 April 2026 (collectively, the "Announcements") in respect of, among others, the Placing and the Subscription. Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that the completion of the Placing took place on 16 April 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement, where the Placing Shares (being an aggregate of 29,816,000 H Shares) were successfully placed by the Placing Agents, on a best effort basis, to not less than six Placees, at the Placing Price of HK\$26.16 per Placing Share. All of the Placees are professional institutional and/or individual investors.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, such Placees and their ultimate beneficial owners are (i) third parties independent of the Company and its connected persons; and (ii) third parties independent of, and not acting in concert with, the Vendor, its associates and persons acting in concert with the Vendor. It is expected that none of the Placees will become a substantial shareholder of the Company as a result of the Placing and Subscription.

As all conditions for the completion of the Subscription had been fulfilled, the Company allotted and issued 29,816,000 new H Shares to the Vendor at HK\$26.16 per Subscription Share on 22 April 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement.

The net proceeds (after deduction of all costs and expenses) received by the Company from the Subscription amounted to approximately HK\$770.6 million, which will be used as to (i) 5% or approximately HK\$38.5 million for acquisitions for overseas high quality gold mining assets, (ii) 65% or approximately HK\$500.9 million for construction of the gold mine project of St Barbara, (iii) 15% or approximately HK\$115.6 million for exploration and expansion of mineral reserves in the PRC, and (iv) 15% or approximately HK\$115.6 million for general working capital needs, primarily applied towards procurement of raw materials.

Further details of the proposed use of net proceeds are set out in the Announcements.

EFFECT ON THE SHAREHOLDING OF THE COMPANY FOLLOWING COMPLETION OF THE PLACING AND THE SUBSCRIPTION

Set out below is the shareholding structure of the Company (i) immediately before completion of the Placing and the Subscription; (ii) immediately after completion of the Placing but before completion of the Subscription; and (iii) immediately after completion of the Placing and Subscription:

Name of Shareholder	Description of Shares	Immediately before the completion of the Placing and the Subscription		Immediately following the completion of the Placing but before the completion of the Subscription		Immediately following the completion of the Placing and Subscription	
		No. of Shares	Approximate per cent. (%)	No. of Shares	Approximate per cent. (%)	No. of Shares	Approximate per cent. (%)
The Vendor ^(Note 1)	H Shares	319,772,164	23.65	289,956,164	21.44	319,772,164	23.14
Shenzhen Jiesi Weiye Holding Co., Ltd (深圳傑思偉業控股股份有限公司) ("Jiesi Weiye") ^(Note 2)	H Shares	169,339,000	12.52	169,339,000	12.52	169,339,000	12.25
Lingbao State-owned Assets Operation Company Limited (靈寶市國有資產經營有限責任公司)	Domestic Shares	73,540,620	5.44	73,540,620	5.44	73,540,620	5.32
Sub-total of non-public Shareholders		562,651,784	41.60	532,835,784	39.40	562,651,784	40.71
Placees	H Shares	—	—	29,816,000	2.20	29,816,000	2.16
Other domestic Shareholders	Domestic Shares	107,856,438	7.98	107,856,438	7.98	107,856,438	7.80
Other public H Shareholders	H Shares	681,863,211	50.42	681,863,211	50.42	681,863,211	49.33
Sub-total of public Shareholders		789,719,649	58.40	819,535,649	60.60	819,535,649	59.29
Total number of issued Shares		1,352,371,433	100.00	1,352,371,433	100.00	1,382,187,433	100.00

Notes:

- (1) As at the date of this announcement, the Vendor is a wholly-owned subsidiary of Shenzhen Jiesi Dingxin Holdings Company Limited (深圳杰思鼎欣控股有限公司), which in turn is a wholly-owned subsidiary of Jiesi Weiye.

- (2) As at the date of this announcement, Jiesi Weiye is majority-owned as to approximately 65.68% and 4.91% by Mr. Wang Guanran, a non-executive Director, and two limited liability partnerships which Mr. Wang Guanran is a 99% limited partner, respectively.

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

Lingbao City, Henan Province, the PRC
22 April 2026

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Chen Jianzheng, Mr. Wang Pinran, Mr. Xing Jiangze, Mr. He Chengqun and Ms. Zhao Li; two non-executive directors, namely Mr. Zhang Feihu and Mr. Wang Guanran; and four independent non-executive directors, namely Mr. Yeung Chi Tat, Mr. Bo Shao Chuan, Mr. Guo Michael Xinsheng and Mr. Huang Hui.