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潼關黃金集團有限公司
Tongguan Gold Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 00340)

PROPOSED ADOPTION OF NEW BYE-LAWS

This announcement is made by Tongguan Gold Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to recommend that the shareholders of the Company (the “**Shareholders**”) amend the existing bye-laws of the Company (the “**Existing Bye-laws**”) in order to, among other things, (i) align the Existing Bye-laws with the expanded paperless listing regime, the electronic dissemination of corporate communications by listed issuers, and the new treasury shares regime under the Listing Rules, and to facilitate the implementation of an uncertificated securities market; and (ii) make other housekeeping amendments (the “**Proposed Amendments**”). Further, the Board proposes to adopt a new set of bye-laws (the “**New Bye-laws**”) to incorporate the Proposed Amendments.

The Proposed Amendments and adoption of the New Bye-laws are subject to the approval of Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”) which is proposed to be held on Friday, 29 May 2026. The Proposed Amendments and adoption of the New Bye-laws will become effective upon the approval by the Shareholders at the AGM.

A circular containing, amongst others, details of the Proposed Amendments and adoption of the New Bye-laws, together with the notice convening the AGM and the related form of proxy, will be despatched to the Shareholders in due course.

By Order of the Board
Tongguan Gold Group Limited
Jiang Zhiyong
Chairman and Executive Director

Hong Kong, 27 March 2026

As at the date of this announcement, the board of directors of the Company comprises Mr. Jiang Zhiyong, Mr. Wang Dequan, Mr. Shi Xingzhi, Mr. Shi Shengli, Mr. Yeung Kwok Kuen and Ms. Feng Fangqing as executive directors, Mr. Chu Kang Nam, Mr. Liang Xushu and Mr. Leung Ka Wo as independent non-executive directors.