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**Wanguo Gold Group Limited**  
**萬國黃金集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 3939)**

**COMPLETION OF ISSUE OF NEW SHARES UNDER  
GENERAL MANDATE**

References are made to (i) the announcement of Wanguo Gold Group Limited (the “**Company**”) dated 22 September 2024 in relation to subscription of new shares under general mandate (“**Announcement**”), (ii) the announcement of the Company dated 28 October 2024 in relation to the poll results of the EGM. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcement.

The Board is pleased to announce that all conditions precedent of the subscription of new shares under general mandate have been satisfied, and the Completion took place on 1 November 2024. Pursuant to the terms and conditions of the Subscription Agreement, 165,600,000 Shares, representing approximately 15.28% of the issued share capital of the Company as enlarged by the allotment and issuance of the Shares, have been allotted and issued to the Subscriber under the general mandate at the price of HK\$8.33 per Share.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, the shareholding structure of the Company immediately before and after the allotment and issuance of the new Shares is as follows:

Name of the Shareholders	Immediately before allotment and issuance of the new Shares		Immediately after allotment and issuance of the new Shares	
	Number of Shares	Approx. %	Number of Shares	Approx. %
The Subscriber and its associates <sup>(1)</sup>	24,812,000	2.70	190,412,000	17.57
Victor Soar Investments Limited <sup>(2)</sup>	281,400,000	30.65	281,400,000	25.96
Achieve Ample Investments Limited and Ms. Gao Jinzhu <sup>(3)</sup>	140,677,000	15.32	140,677,000	12.98
Shandong Humon Mining Development Limited <sup>(4)</sup>	172,814,000	18.82	172,814,000	15.94
Public Shareholders	<u>298,574,200</u>	<u>32.51</u>	<u>298,574,200</u>	<u>27.55</u>
<b>Total</b>	<b><u>918,227,200</u></b>	<b><u>100.00</u></b>	<b><u>1,083,827,200</u></b>	<b><u>100.00</u></b>

Notes:

- Zijin Global Fund, being an entity controlled by Zijin Mining Group Co., Ltd. (紫金礦業集團股份有限公司), a company incorporated in the PRC, the shares of which are listed on the Shanghai Stock Exchange (stock code: 601899) and the Stock Exchange (stock code: 2899) ("Zijin Mining"), holds 6,418,000 Shares. The Subscriber owns 18,394,000 Shares before the Completion. Both Zijin Global Fund and the Subscriber are controlled by Zijin Mining.*
- Victor Soar Investments Limited is wholly-owned and controlled by Mr. Gao Mingqing. Mr. Gao Mingqing is the Chairman, Chief Executive Officer and an executive Director.*
- Achieve Ample Investments Limited holds 138,600,000 Shares and is wholly-owned and controlled by Ms. Gao Jinzhu. In addition, Ms. Gao Jinzhu owns 2,077,000 Shares as the beneficial owner.*
- Shandong Humon Mining Development Limited is a wholly-owned subsidiary of Hong Kong Humon International Logistics Limited (香港恆邦國際物流有限公司), which in turn is wholly-owned by Shandong Humon Smelting Co., Ltd., a company listed on Shenzhen Stock Exchange with stock code: 002237.*

*Shandong Humon Smelting Co., Ltd is owned as to 44.48% by Jiangxi Copper Company Limited, a company listed on both Shanghai Stock Exchange and Hong Kong Stock Exchange with stock code: 600362 and 358 respectively, which in turn is owned as to 43.72% by Jiangxi Copper Corporation Limited*

By Order of the Board  
**Wanguo Gold Group Limited**  
Gao Mingqing  
Chairman

Hong Kong, 1 November 2024

*As at the date of this announcement, the Board comprises Mr. Gao Mingqing (Chairman), Mr. Li Feilong, Mr. Wang Renxiang, Ms. Wang Nan as executive Directors; and Mr. Tsang Wai Hung, Mr. Wong Chi Ming Ming and Mr. Wang Xin as independent non-executive Directors.*