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SD-GOLD

SHANDONG GOLD MINING CO., LTD.

山東黃金礦業股份有限公司

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

(Stock Code: 1787)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Set out below is the Announcement on Resolutions Passed at the Twenty-Second Meeting of the Fifth Session of the Board of Directors published by Shandong Gold Mining Co., Ltd. (the “**Company**”) on the website of the Shanghai Stock Exchange at www.sse.com.cn, for information purpose only.

By order of the Board
Shandong Gold Mining Co., Ltd.
Li Guohong
Chairman

Jinan, the PRC, 13 August 2019

As at the date of this announcement, the executive directors of the Company are Mr. Wang Peiyue, Mr. Li Tao and Mr. Tang Qi; the non-executive directors of the Company are Mr. Li Guohong, Mr. Wang Lijun and Ms. Wang Xiaoling; and the independent non-executive directors of the Company are Mr. Gao Yongtao, Mr. Lu Bin and Ms. Hui Wing.

**SHANDONG GOLD MINING CO., LTD.
ANNOUNCEMENT ON RESOLUTIONS PASSED AT THE TWENTY-SECOND
MEETING OF THE FIFTH SESSION OF THE BOARD OF DIRECTORS**

The Company and Directors as a whole warrant the truthfulness, accuracy and completeness of the contents of this announcement, and severally and jointly accept the responsibility in case there are false representations and misleading statements contained in, or material omissions from, this announcement.

I. THE CONVENING OF THE BOARD MEETING

The twenty-second meeting of the fifth session of the board of directors (the “Board”) of Shandong Gold Mining Co., Ltd. (the “Company”) was convened by way of communication on 13 August 2019. All of the 9 eligible directors attended the meeting. The convening of the meeting was in compliance with the regulatory provisions stipulated in the Company Law, the Articles of Association, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Companies Ordinance of Hong Kong, and was lawful and valid.

II. RESOLUTIONS CONSIDERED AT THE BOARD MEETING

The following resolutions were adopted at the meeting through voting by open ballot:

(I) The Resolution Regarding the Proposed Issuance of Ultra Short-Term Financing Bonds by the Company was considered and approved

To further broaden financing channels, reduce financing costs and promote the Company’s sustainable and stable development, in accordance with the Administrative Measures for Debt Financing Instruments of Non-Financial Enterprises in the Interbank Bond Market released by the People’s Bank of China and other relevant regulations, the Company proposes to apply to the National Association of Financial Market Institutional Investors for registration of the issuance of ultra short-term financing bonds in the amount of not more than RMB10 billion.

The resolution is still subject to consideration and approval at the Company’s general meeting and shall be subject to the registration with the National Association of Financial Market Institutional Investors.

For details, please refer to the Announcement of Shandong Gold Mining Co., Ltd. on the Proposed Issuance of Ultra Short-Term Financing Bonds (LIN2019-038).

Voting results: 9 votes in favour, 0 vote against and 0 abstention.

(II) The Resolution Regarding the Proposal at the General Meeting to Authorise the Board to Deal with All Matters on the Issuance of Ultra Short-Term Financing Bonds was considered and approved

To better grasp the timing of the issuance of ultra short-term financing bonds and improve the financing efficiency, it is proposed at the general meeting to authorise the Board to deal with the specific matters regarding the issuance at its full discretion, including but not limited to:

Based on the needs of the Company and market conditions, to decide or adjust the specific plan for the actual issuance of the ultra short-term financing bonds, including the size, term, interest rate and timing of issuance; to engage intermediaries; to execute and amend all necessary legal documents; to perform information disclosure obligations; apart from the matters subject to re-vote at the general meeting pursuant to the relevant laws, regulations and articles of association of the Company, to adjust the matters relating to the issuance and subsisting of the ultra short-term financing bonds accordingly pursuant to the opinions of regulatory authorities, policy and market changes, etc., or determine whether to implement the issuance of the ultra short-term financing bonds based on the actual situation; to handle all other matters relating to the abovementioned registration of the issuance of the ultra short-term financing bonds. The above authorisation is valid from the date of resolution at the general meeting to the date on which the above authorised matters are completed.

The resolution is still subject to consideration and approval at the Company's general meeting.

Voting results: 9 votes in favour, 0 vote against and 0 abstention.

(III) The Resolution Regarding the Convening of the Company's 2019 Fourth Extraordinary General Meeting was considered and approved

The 2019 fourth extraordinary general meeting of the Company will be held at the conference room of the Company at 9:00 on 27 September 2019 by way of on-site voting and online voting, for the purpose of considering the Resolution Regarding the Proposed

Issuance of Ultra Short-Term Financing Bonds by the Company and Resolution Regarding the Proposal at the General Meeting to Authorise the Board to Deal with All Matters on the Issuance of Ultra Short-Term Financing Bonds.

For details, please refer to the Notice of 2019 Fourth Extraordinary General Meeting of Shandong Gold Mining Co., Ltd. (LIN2019-039).

Voting results: 9 votes in favour, 0 vote against and 0 abstention.

The announcement is hereby given.

The Board of Directors of Shandong Gold Mining Co., Ltd.

13 August 2019