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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
2017 ANNUAL GENERAL MEETING HELD ON 6 JUNE 2018**

Reference is made to the circular of Lingbao Gold Group Company Ltd. dated 20 April 2018 (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 6 June 2018, all proposed resolutions as set out in the AGM Notice dated 20 April 2018 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 for the year 2017.	549,451,091 (93.31%)	39,394,000 (6.69%)
2. To consider and approve the report of the supervisory committee of the Company for the year 2017.	549,451,091 (93.31%)	39,394,000 (6.69%)
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 2017.	549,451,091 (93.31%)	39,394,000 (6.69%)
4. (a) to re-elect Mr. Chen Jianzheng as an executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)
(b) to re-elect Mr. Wang Leo as an executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)
(c) to re-elect Ms. Zhou Xing as an executive director of the Company.	462,160,471 (78.49%)	126,684,620 (21.51%)
(d) to re-elect Mr. Zhao Kun as an executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)

(e) to re-elect Mr. Xing Jiangze as an executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)
(f) to re-elect Mr. Shi Yuchen as a non-executive director of the Company.	462,160,471 (78.49%)	126,684,620 (21.51%)
(g) to re-elect Mr. Yang Dongsheng as an independent non-executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)
(h) to re-elect Mr. Han Qinchun as an independent non-executive director of the Company.	475,910,471 (80.82%)	112,934,620 (19.18%)
(i) to re-elect Mr. Wang Jiheng as an independent non-executive director of the Company.	462,160,471 (78.49%)	126,684,620 (21.51%)
(j) to re-elect Mr. Wang Guanghua as an independent non-executive director of the Company.	457,910,471 (77.76%)	130,934,620 (22.24%)
5. (a) to re-elect Mr. Yao Shun as a supervisor acting as shareholders' representative of the Company.	65,924,784 (14.65%)	383,920,307 (85.35%)
(b) to re-elect Mr. Guo Xurang as a supervisor acting as shareholders' representative of the Company.	549,451,091 (93.31%)	39,394,000 (6.69%)
(c) to appoint Mr. Zhao Bingbing as a supervisor acting as shareholders' representative of the Company.	549,451,091 (93.31%)	39,394,000 (6.69%)
6. To authorise the Board to fix the remuneration of the directors and supervisors of the Company for the year 2017.	549,451,091 (93.31%)	39,394,000 (6.69%)
7. To appoint and approve the appointment of auditors and to authorise the Board to fix their remuneration.	549,451,091 (93.31%)	39,394,000 (6.69%)
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.	546,977,091 (92.89%)	41,868,000 (7.11%)
SPECIAL RESOLUTION	Number of votes (%)	
	For	Against
1. To consider and approve the general mandate to issue new shares.	336,341,000 (57.12%)	252,504,091 (42.88%)
2. To consider and approve the general mandate for the Company to issue debt financing instruments.	336,341,000 (57.12%)	252,504,091 (42.88%)
3. To consider and approve the proposed amendments to the Articles of Association.	338,815,000 (57.54%)	250,030,091 (42.46%)

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 votes were cast in favour of the ordinary resolutions numbered 1,2,3,4(a),(b),(c),(d),(e),(f),(g),(h),(i),(j),5(b),(c),6,7,8, such resolutions were duly passed as ordinary resolutions.

As less than 50% of the votes were cast in favour of the ordinary resolutions numbered 5(a), such resolution were not passed as ordinary resolution.

As less than two thirds of the votes were cast in favour of the special resolutions numbered 1,2,3, such resolutions were not passed as special resolutions.

Appointment of Directors for the sixth term

The Directors for the fifth term, namely Mr. Chen Jianzheng, Mr. Wang Leo, Ms. Zhou Xing, Mr. Zhao Kun, Mr. Xing Jiangze, Mr. Shi Yuchen, Mr. Yang Dongsheng, Mr. Han Qinchun, Mr. Wang Jiheng and Mr. Wang Guanghua were re-elected as Directors for the sixth term.

Appointment of Supervisors for the sixth term

The Supervisors for the fifth term, namely Mr. Guo Xurang was re-elected as Supervisors representing the Shareholders for the sixth term. Mr. Wang Guodong and Mr. Jiao Xiaoxiao were re-elected as Supervisors representing the staff and workers for the sixth term. Mr. Zhao Bingbing was newly appointed Supervisors representing the Shareholders for the sixth term, whose biographical details is set out below:

Mr. Zhao Bingbing (“Mr. Zhao”), aged 40, obtained a bachelor’s degree in economic management from Institute of the Chinese Communist Party in Henan Province in September 2010. From December 1994 to December 1997, he served in the Chinese People’s Liberation Army’s Unit 81025 and served in the department of word processing. From January 1998 to May 2004, he worked in Lingbao Mineral Resources Development smelting company, Mining and Minerals Bureau Exploration Office and the office of the Mineral Resources Development company. From June 2004 to February 2005, he worked at the Zhongdula Gold Mining Plant in Qinghai province as plant manager. From March 2005 to December 2005, He worked in Lingbao City Kaiyuen Mining Company Limited as project supervisor; From August 2005 to December 2010 he served as deputy secretary of League Committee of Lingbao Bureau of Geology and Mineral Resources; From January 2006 till now, he served as chairman in Lingbao Kaiyuen Mining Company Limited.

Mr. Zhao will enter into a service contract for a term of three years with the Company and a resolution has been proposed to authorise the Board to determine the emoluments of Mr. Zhao. The emoluments will be determined with reference to his duties and responsibility in the Company, the Company’s performance and the market situation. Mr. Zhao will be subject to rotational retirement and re-election requirements pursuant to the Articles. As at the Latest Practicable Date, Mr. Zhao has no personal interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Zhao has confirmed that he is and was not connected with any Directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Zhao has confirmed that there are no other matters relating to his election or re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules. Mr. Zhao holds no directorship in listed public companies nor other major appointments in the last three years.

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

Henan, the PRC, 6 June 2018

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