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*This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities. Potential investors should read the prospectus dated September 14, 2018 (the “**Prospectus**”) of Shandong Gold Mining Co., Ltd. (the “**Company**”) for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.*

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended, or any state securities laws of the United States and may not be offered or sold in the United States, except pursuant to an exemption from, or in a transaction that is not subject to, the registration requirements of the U.S. Securities Act. There will be no public offering of securities of the Company in the United States.*

*In connection with the Global Offering, CCB International Capital Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) are set forth in the section “Structure of the Global Offering” in the Prospectus.*

*Potential investors should be aware that stabilising action cannot be taken to support the price of the H Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on October 20, 2018, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.*

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.*

# 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)

## Global Offering

**Number of Offer Shares under the : 327,730,000 H Shares (subject to the Global Offering Over-allotment Option)**  
**Number of Hong Kong Offer Shares : 32,773,000 H Shares (subject to adjustment)**  
**Number of International Offer : 294,957,000 H Shares (subject to Shares adjustment and the Over-allotment Option)**  
**Maximum Offer Price : HK\$18.38 per H Share, plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027% (payable in full on application in Hong Kong Dollars and subject to refund)**  
**Nominal value : RMB1.00 per H Share**  
**Stock code : 1787**

### Joint Sponsors



### Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



### Joint Bookrunners and Joint Lead Managers



### Joint Lead Managers



Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the H Shares to be issued pursuant to the Global Offering (including any additional H Shares which may be issued pursuant to the exercise of the Over-allotment Option), as further described in the Prospectus. It is expected that dealings in the H Shares on the Main Board of the Stock Exchange will commence at 9:00 a.m. on Friday, September 28, 2018. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and on the website of the Company ([www.sdhjgf.com.cn](http://www.sdhjgf.com.cn)).

The Global Offering comprises the Hong Kong Public Offering of 32,773,000 H Shares (subject to adjustment) and the International Offering of 294,957,000 H Shares (subject to adjustment and the Over-allotment Option), representing 10% and 90% respectively of the Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section “*Structure of the Global Offering*” in the Prospectus.

Where the International Placing Shares are undersubscribed and the Hong Kong Offer shares are full or oversubscribed irrespective of the number of times, up to 32,773,000 Offer Shares may be reallocated to the Hong Kong Public Offering from the International Placing, so that the total number of the Shares available under the Hong Kong Public Offering will be 65,546,000 Offer Shares, representing 20% of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option) in accordance with Guidance Letter HKEX-GL-91-18 issued by the Stock Exchange. Further details of the reallocation are stated in the paragraph headed “*Structure of the Global Offering — Reallocation*” of the Prospectus.

Under the International Underwriting Agreement, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters), within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being, October 20, 2018) to require the Company to allot and issue up to an aggregate of 49,159,500 additional Offer Shares, representing approximately 15% of the number of Offer Shares initially being offered under the Global Offering, at the Offer Price to solely cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Main Board of the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$18.38 per Offer Share and is currently expected to be not less than HK\$14.70 per Offer Share. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$18.38 per Offer Share plus the brokerage fee of 1.0%, the Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027% payable on each Offer Share. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$18.38 per Offer Share (excluding brokerage, the Stock Exchange trading fee and SFC transaction levy thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “*Structure of the Global Offering — Conditions of the Hong Kong Public Offering*” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, the Stock Exchange trading fee and SFC transaction levy, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the related Application Forms and the designated website ([www.eipo.com.hk](http://www.eipo.com.hk)) for the White Form eIPO.**

Applicants who would like to have the allotted Hong Kong Offer Shares issued in their own names should either (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online through the designated website of the White Form eIPO Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) through the White Form eIPO service. Applicants who would like to have the allotted Hong Kong Offer Shares issued in the name of HKSCC Nominees Limited and deposited directly into the Central Clearing and Settlement System (“**CCASS**”) for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, September 14, 2018 until 12:00 noon on Thursday, September 20, 2018 from:

1. any of the following offices of certain Hong Kong Underwriters:

CCB International Capital Limited

12/F., CCB Tower, 3 Connaught Road Central, Central, Hong Kong

China Securities (International) Corporate Finance Company Limited

18/F, Two Exchange Square, 8 Connaught Place, Central, Hong Kong

ICBC International Securities Limited

37/F, ICBC Tower, 3 Garden Road, Hong Kong

Morgan Stanley Asia Limited

46/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong

ABCI Securities Company Limited

10/F, Agricultural Bank of China Tower, 50 Connaught Road Central, Hong Kong

BOCOM International Securities Limited

9th Floor, Man Yee Building, 68 Des Voeux Road Central, Hong Kong

BNP Paribas Securities (Asia) Limited

59/F to 63/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong

CMB International Capital Limited

45/F, Champion Tower, 3 Garden Road, Central, Hong Kong

China Everbright Securities (HK) Limited

24/F Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong

Guotai Junan Securities (Hong Kong) Limited

27/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

Haitong International Securities Company Limited

22/F, Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong

Long Asia Securities Limited

Unit A, 23/F, The Wellington, 198 Wellington Street, Sheung Wan, Hong Kong

SDG Securities (HK) Limited  
Suites 5806-5807, 58/F, Two International Finance Centre, 8 Finance Street,  
Central, Hong Kong

China Galaxy International Securities (Hong Kong) Co., Ltd  
20/F Wing On Centre, 111 Connaught Road Central, Hong Kong

Midas Securities Limited  
25/F Jubilee Centre, 18 Fenwick Street, Wan Chai, Hong Kong

China Industrial Securities International Capital Limited  
7/F, Three Exchange Square, 8 Connaught Place, Central, Hong Kong

Zhongtai International Securities Limited  
19/F Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong

Head & Shoulders Securities Limited  
Room 2511, 25/F, Cosco Tower, 183 Queen's Road Central, Hong Kong

2. any of the following branches of the receiving banks:

Wing Lung Bank Limited

<u>District</u>	<u>Branch Name</u>	<u>Address</u>
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F Wing Lung Bank Centre 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
	Sham Shui Po Branch	111 Tai Po Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

Industrial and Commercial Bank of China (Asia) Limited

<u>District</u>	<u>Branch Name</u>	<u>Address</u>
Hong Kong Island	Sheung Wan Branch	Shop F, G/F, Kai Tak Commercial Building, 317-319 Des Voeux Road Central, Sheung Wan, Hong Kong
	Wanchai Branch	117-213 Hennessy Road, Wanchai, Hong Kong
Kowloon	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35-37 Hankow Road, Tsimshatsui, Kowloon
	Telford Branch	Shop Units P19-P20, Telford Plaza, Kowloon Bay, Kowloon
New Territories	Tai Hing Branch	Shop 21-23 Tai Hing Commercial Complex, Tai Hing Estate, Tuen Mun, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, September 14, 2018 until 12:00 noon on Thursday, September 20, 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "Wing Lung Bank (Nominees) Limited — SHANDONG GOLD MINING Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the designated branches of the receiving banks listed above, at the following times on the following dates:

**Friday, September 14, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Saturday, September 15, 2018 — 9:00 a.m. to 1:00 p.m.**  
**Monday, September 17, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Tuesday, September 18, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, September 19, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, September 20, 2018 — 9:00 a.m. to 12:00 noon**

Applicants applying through the White Form eIPO service may submit applications through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, September 14, 2018 until 11:30 a.m. on Thursday, September 20, 2018 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, September 20, 2018 or such later time as described in the section "*How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists*" in the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates<sup>(1)</sup>:

**Friday, September 14, 2018 — 9:00 a.m. to 8:30 p.m.**  
**Saturday, September 15, 2018 — 8:00 a.m. to 1:00 p.m.**  
**Monday, September 17, 2018 — 8:00 a.m. to 8:30 p.m.**  
**Tuesday, September 18, 2018 — 8:00 a.m. to 8:30 p.m.**  
**Wednesday, September 19, 2018 — 8:00 a.m. to 8:30 p.m.**  
**Thursday, September 20, 2018 — 8:00 a.m. to 12:00 noon**

*Notes:*

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Friday, September 14, 2018 until 12:00 noon on Thursday, September 20, 2018 (24 hours daily, except on the last application day).

The latest time for inputting such **electronic application instructions** will be 12:00 noon on Thursday, September 20, 2018, the last application day or such later time as described in the section "*How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists*" in the Prospectus.



Please refer to the sections “*Structure of the Global Offering*” and “*How to Apply for Hong Kong Public Offer Shares*” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The application for the Hong Kong Offer Shares will commence on Friday, September 14, 2018 through Thursday, September 20, 2018. Such time period is longer than the normal market practice of four days. The application monies (including brokerage, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving banks on behalf of the Company and the refund monies, if any, will be returned to the applicant(s) without interest on Thursday, September 27, 2018. Investors should be aware that the dealings in H Shares on the Stock Exchange are expected to commence on Friday, September 28, 2018.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on or before Thursday, September 27, 2018 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the websites of the Company at [www.sdhjgf.com.cn](http://www.sdhjgf.com.cn) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). The results of allocations (with the successful applicants’ identification document numbers, where applicable) under the Hong Kong Public Offering will be available at the times and dates and in the manner specified in the section “*How to Apply for Hong Kong Offer Shares — 11. Publication of Results*”.

The Company will not issue temporary documents of title. No receipt will be issued for application monies received. H Share certificates will only become valid at 8:00 a.m. on Friday, September 28, 2018 provided that the Global Offering has become unconditional in all respects and the right of termination as described in the section “*Underwriting*” in the Prospectus has not been exercised. Dealings in the H Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Friday, September 28, 2018. The H Shares will be traded in board lots of 250 H Shares each. The stock code of the H Shares is 1787.

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

Hong Kong, September 14, 2018

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Li Guohong, as Chairman and non-executive Director, Mr. Wang Peiyue and Mr. Tang Qi as executive Directors, Mr. Chen Daojiang, Mr. Wang Lijun and Ms. Wang Xiaoling as non-executive Directors, and Mr. Gao Yongtao, Ms. Hui Wing and Mr. Lu Bin as independent non-executive Directors.*