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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)

**APPOINTMENT OF EXECUTIVE DIRECTOR
AND RE-DESIGNATION OF DIRECTOR**

(1) APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Wanguo Gold Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 31 March 2025, Mr. Wang Guobiao (王國標) (“**Mr. GB Wang**”) has been appointed as an executive Director.

The biographical details of Mr. GB Wang are set out as follows:

Mr. Wang Guobiao (王國標), aged 53, has been acting as the executive deputy general manager of Gold Ridge Mining Limited (“**GRML**”), an indirect non-wholly owned subsidiary of the Company, since 12 March 2025. He has 28 years of experience in the mining industry. He has since December 2003 held various positions in the domestic and overseas subsidiaries of Zijin Mining Group Co., Ltd. (紫金礦業集團股份有限公司), a company incorporated in the People’s Republic of China, the shares of which are listed on the Shanghai Stock Exchange (stock code: 601899) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 2899) (“**Zijin Mining**”), including workshop director, plant director, deputy general manager, executive vice president and general manager etc., and his last position was the deputy director of the technical committee of Zijin Mining.

Mr. GB Wang graduated with a bachelor's degree in mineral processing engineering from Wuhan University of Metallurgy and Technology (武漢冶金科技大學), now known as Wuhan University of Science and Technology (武漢科技大學), in July 1996. He also obtained a title of professorate senior engineer from Fujian Provincial Human Resources and Social Security Office (福建省人力資源和社會保障廳) in February 2024.

The Company has entered into a service agreement with Mr. GB Wang for an initial term of three (3) years commencing from 31 March 2025, which is subject to automatic renewal for a subsequent term of three (3) years, unless terminated by at least one month's written notice served by either party. Pursuant to article 86(3) of the articles of association of the Company (the “**Articles**”), Mr. GB Wang will hold office until the next following annual general meeting of the Company, subject to re-election thereat. Thereafter, Mr. GB Wang's tenure as an executive Director will be subject to retirement by rotation and re-election in accordance with the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the Articles. Pursuant to the service agreement, Mr. GB Wang is entitled to an annual fee of HKD60,000 plus salary packages offered for his other posts in the Group, which is determined by the Board with reference to Mr. GB Wang's experience, duties, responsibilities and the Company's remuneration policy.

Mr. GB Wang is nominated by Gold Mountains (H.K.) International Mining Company Limited (金山(香港)國際礦業有限公司) (the “**Subscriber**”), a company incorporated in Hong Kong and a wholly-owned subsidiary of Zijin Mining, pursuant to the terms of the subscription agreement dated 22 September 2024 entered into between the Company and the Subscriber (the “**Subscription Agreement**”). For further details of the Subscription Agreement, please refer to the announcement of the Company dated 22 September 2024. As at the date of this announcement, Zijin Mining (through its controlled entities) is interested in approximately 17.57% of the issued share capital of the Company and is a substantial shareholder of the Company.

Save as disclosed above, Mr. GB Wang has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years nor has he held any other positions in the Group in the past or at present. Save as disclosed above, he does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company.

As at the date of this announcement, Mr. GB Wang does not have or is not deemed to have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, the Laws of Hong Kong) (the “**SFO**”).

OTHERS

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. GB Wang that need to be brought to the attention of the shareholders of the Company nor is there any other information that is required to be disclosed by the Company pursuant to the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. GB Wang for joining the Board.

(2) RE-DESIGNATION OF DIRECTOR

The Board further announces that, with effect from 31 March 2025, Mr. Wang Renxiang (王任翔) (“**Mr. RX Wang**”) has been re-designated from an executive Director to a non-executive Director due to his intention to devote more time to his other businesses.

The biographical details of Mr. RX Wang are set out as follows:

Mr. Wang Renxiang (王任翔), aged 40, has been acting as the deputy general manager of Wanguo Australia International Group Pty Limited (a wholly-owned subsidiary of the Company) since September 2017 and a director and deputy general manager of GRML since August 2020. He is primarily responsible for the development and recommissioning of the project concerning the Group’s gold ridge mine located in the Solomon Islands. Prior to joining the Group, Mr. RX Wang was an analyst at the Treasury of Australian Government from February 2011 to July 2017. Mr. RX Wang has been awarded a Graduate Diploma in International Affairs by the Australian National University in July 2017. He graduated with a Master of Commerce with Honours in Finance from the University of Melbourne in December 2010 and a Bachelor of Finance from the Australian National University in July 2007.

The Company has entered into a letter of appointment with Mr. RX Wang for an initial term of three (3) years commencing from 31 March 2025, which is subject to automatic renewal for a subsequent term of three (3) years, unless terminated by at least one month’s written notice served by either party. Mr. RX Wang’s tenure as a non-executive Director will be subject to requirements of rotation and re-election at annual general meetings in accordance with the Listing Rules and the Articles. Pursuant to the service agreement, Mr. RX Wang is entitled to an annual fee of HKD60,000 plus salary packages offered for his other posts in the Group, which is determined by the Board with reference to Mr. RX Wang’s experience, duties, responsibilities and the Company’s remuneration policy.

Mr. RX Wang is the son of Ms. Gao Jinzhu, an executive Director and a substantial shareholder of the Company, and Mr. Wang Weimian, a substantial shareholder (as defined in Part XV of the SFO) of the Company. As at the date of this announcement, Ms. Gao Jinzhu effectively owns 12.98% of the issued share capital of the Company and is interested in 400,000 underlying shares of the Company pursuant to the grant of 400,000 share options by the

Company on 20 March 2025 pursuant to a share option scheme adopted by the Company on 15 January 2025 (“**2024 Share Option Scheme**”). Mr. Wang Weimian is the husband of Ms. Gao Jinzhu and is deemed to be interested in the shares of the Company which Ms. Gao Jinzhu is interested in within the meaning of Part XV of the SFO. As at the date of this announcement, Mr. RX Wang is interested in 250,000 underlying shares of the Company pursuant to the grant of 250,000 share options (the “**Share Options**”) by the Company on 20 March 2025 pursuant to the 2024 Share Option Scheme. For further details of the Share Options granted, please refer to the announcement of the Company dated 20 March 2025.

Save as disclosed above, Mr. RX Wang has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years nor has he held any other positions in the Group in the past or at present. Save as disclosed above, he does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company.

Save as disclosed above, Mr. RX Wang does not have or is not deemed to have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO as at the date of this announcement.

OTHERS

Save as disclosed above, the Board is not aware of any other matters in relation to the re-designation of Mr. RX Wang that need to be brought to the attention of the shareholders of the Company nor is there any other information that is required to be disclosed by the Company pursuant to the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its warm welcome to Mr. RX Wang for this new role within the Board.

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

Hong Kong, 31 March 2025

As at the date of this announcement, the Board comprises Mr. Gao Mingqing (Chairman), Ms. Gao Jinzhu, Mr. Liu Zhichun, and Mr. Wang Guobiao as executive Directors; Mr. Wang Renxiang as non-executive Director; and Mr. Tsang Wai Hung, Mr. Wong Chi Ming Ming and Mr. Wang Xin as independent non-executive Directors.