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**LINGBAO GOLD COMPANY LTD.**

**靈寶黃金股份有限公司**

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

**(Stock Code: 3330)**

**ANNOUNCEMENT PURSUANT TO RULE 13.09 OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Lingbao Gold Company Ltd. (the “Company”) was notified today by Lingbao State-owned Assets Operation Limited Liability Company (the “Lingbao State-owned Assets”), the immediate holding company and ultimate controlling shareholder of the Company’s non-circulating shares, that the Lingbao State-owned Assets plan to sell its approximately 10.0% shares of the Company was approved by the State-owned Assets Supervision and Administration Commission of the Henan Province of the People’s Republic of China.

By order of the Board  
**Lingbao Gold Company Ltd.**  
**Xu Gaoming**  
Chairman

Henan, the PRC, 12 November 2010

*As at the date of this announcement, the Board comprises six executive directors, namely Mr. Xu Gaoming, Mr. Jin Guangcai, Mr. Lu Xiaozhao, Mr. Liu Pengfei, Mr. Zhang Guo and Mr. He Chengqun; one non-executive director, namely Mr. Wang Yumin; and four independent non-executive directors, namely Mr. Niu Zhongjie, Mr. Wang Han, Mr. Yan Wanpeng and Ms. Du Liping.*