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LINGJIN

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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)

**RESIGNATION OF DIRECTOR,
CHAIRMAN AND CHAIRMAN OF THE STRATEGIC COMMITTEE**

The board of directors (the "Board") of Lingbao Gold Company Limited (the "Company") hereby announces the resignation of Mr. Xu Gaoming ("Mr. Xu") as an executive director, chairman and chairman of the strategic committee of the Company with effect from 19 February 2013 and the Board has appointed an executive director Mr. Jin Guangcai ("Mr. Jin") as the chairman of the Company and the chairman of the strategic committee with effect from 19 February 2013.

The Board of the Company hereby announces the resignation of Mr. Xu as an executive director, chairman and chairman of the strategic committee of the Company, with effect from 19 February 2013 due to his personal health reason. The Board and Mr. Xu has confirmed that there is no disagreement between Mr. Xu and the Company and that there is no other matter in relation to Mr. Xu's resignation that needs to be brought to the attention of the shareholders of the Company. The Board has appointed an executive director Mr. Jin as the chairman of the Company and the chairman of the strategic committee with effect from 19 February 2013.

The Board would like to express its gratitude for the contributions that Mr. Xu has made to the Company during his tenure of office.

Following the resignation of Mr. Xu, there remains ten members on the Board, under the articles of association of the Company, the Board consists of eleven members. The Company is identifying suitable candidate to fill the vacancy of the Board as soon as practicable.

By order of the Board
Lingbao Gold Company Ltd.
Jin Guangcai
Chairman

Henan Province, the PRC, 19 February 2013

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Jin Guangcai, Mr. Liu Pengfei, Mr. Zhang Guo and Mr. He Chengqun; two non-executive Directors, namely Mr. Wang Yumin and Mr. Yang Liening; and four independent non-executive Directors, namely Mr. Yan Wanpeng, Ms. Du Liping, Mr. Han Qinchun and Mr. Xu Qiangsheng.