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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)

**POLL RESULTS OF THE
2013 ANNUAL GENERAL MEETING HELD ON 5 JUNE 2014**

The Board is pleased to announce that all resolutions as set out in the notice of the AGM were duly passed at the AGM held on 5 June 2014 by way of poll.

Reference is made to the circular of Lingbao Gold Company Ltd. dated 17 April 2014 (the "Circular"). Unless otherwise indicated, the terms used herein shall have the same meanings as those used in the Circular.

The Board is pleased to announce that all resolutions proposed at the AGM held on 5 June 2014 were duly passed by the Shareholders by way of 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 approve the report of the Board for the year 2013	491,805,144 (100.00%)	- -
2. To approve the report of the supervisory committee of the Company for the year 2013	491,805,144 (100.00%)	- -
3. To approve the audited consolidated financial statements of the Company and its subsidiaries (together, the "Group") and the auditors' reports for the year ended 31 December 2013	491,805,144 (100.00%)	- -
4. To appoint Mr. Qiang Shanfeng as executive director	491,805,144 (100.00%)	- -
5. To appoint Mr. Zhou Yudao as executive director	491,805,144 (100.00%)	- -
6. To appoint Mr. Shi Yuchen as non-executive director	491,805,144 (100.00%)	- -

7. To re-elect Mr. Yang Dongsheng as independent non-executive director	491,083,144 (99.85%)	722,000 (0.15%)
8. To appoint Mr. Guo Xurang as supervisor representing the shareholders	491,524,700 (99.94%)	280,444 (0.06%)
9. To appoint Mr. Meng Shouji as supervisor representing the shareholders	491,524,700 (99.94%)	280,444 (0.06%)
10. To authorise the Board to fix the remuneration of the directors and supervisors of the Company for the year 2013	491,805,144 (100.00%)	- -
11. To re-appoint the Company's auditors and to authorise the Board to fix their remuneration	490,802,700 (99.80%)	1,002,444 (0.20%)
12. To 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	473,041,091 (96.18%)	18,764,053 (3.82%)
SPECIAL RESOLUTION	Number of votes (%)	
	For	Against
1. To approve the general mandate to issue new shares	475,179,649 (96.62%)	16,625,495 (3.38%)
2. To approve the proposed amendments to the articles of association	491,805,144 (100.00%)	- -

Each of the above ordinary resolutions and special resolutions were duly passed by the Shareholders by way of poll at the AGM.

Particulars of the newly appointed directors and supervisors have been set out in the appendix 1.

As at the date of the AGM, the issued share capital of the Company was 770,249,091 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 770,249,091 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.

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

Henan, the PRC, 5 June 2014

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Jin Guangcai, Mr. Qiang Shanfeng, Mr. Zhang Guo, Mr. He Chengqun and Mr. Zhou Yudao; one non-executive Director, namely Mr. Shi Yuchen; and four independent non-executive Directors, namely Mr. Yang Dongsheng, Ms. Du Liping, Mr. Han Qinchun and Mr. Xu Qiangsheng.

APPENDIX 1

Biographical details of the newly appointed directors and supervisors are set out as follows:

Executive Directors

Mr. Qiang Shanfeng

Mr. Qiang, aged 43, holds a doctoral degree and is a senior geological engineer and a certified senior consultant. Before joining the Company, Mr. Qiang had worked in Bureau of Land and Resources of Lingbao City from April 2010 to July 2013, during which he had held posts as a member of the party leadership and deputy director since April 2010, and served as deputy secretary of the party leadership and principle staff member since November 2012. Previously, Mr. Qiang had worked in Bureau of Geology and Mineral Resources of Lingbao City of Henan province from November 1993 to March 2010 as deputy chief and chief of resource management, chief of mineral resources development, deputy chief engineer and deputy director of the party leadership. Mr. Qiang obtained a bachelor's degree in mineral deposit geology from China University of Geosciences in July 1993. From September 2008 to June 2012, Mr. Qiang obtained a doctoral degree majoring in mineral resources prospecting and exploration at China University of Geosciences. Mr. Qiang has served as chief executive officer of the Company since August 2013.

Mr. Zhou Yudao

Mr. Zhou, aged 49, holds a diploma and is an economist. Before joining the Company, Mr. Zhou had worked in Laowan Gold Mine of Tongbai County from March 1982 to October 1984, worked in Henan Provincial Bureau of Gold Administration from October 1984 to July 1987, worked in Henan Gold Materials Corporation from August 1987 to August 1989 and worked in Gold Minerals Sales Company of Henan Province from September 1989 to February 2001. During these period he obtained a diploma in industrial economic management from Henan University of Finance and Economics in June 1993. Mr. Zhou was appointed as a manager of Henan Gold Jinhe Jewellery Company in March 2001 and later had worked as a deputy chief of fund office in Henan Provincial Bureau of Gold Administration from October 2003 to December 2004. Mr. Zhou currently served as a chairman and a general manager in Tongbai Xingyuan Mining Limited Company (a subsidiary of the Company) since January 2005.

Non-Executive Director

Mr. Shi Yuchen

Mr. Shi, aged 53, holds a doctoral degree in geology and is a senior engineer and a national mineral reserves appraiser. He is also a part-time professor and supervisor of postgraduate of Shandong University of Science and Technology. He studied in Changchun College of Geology majoring in regional geological survey and mineral resources prospecting from October 1978 to July 1982 and obtained a bachelor's degree. He continued his study in Jilin University majoring in mineral resources prospecting and exploration from February 1999 to May 2005 and obtained a doctoral degree. Mr. Shi had worked in Bureau of Geology and Mineral Resources of Shandong Province as an engineer from August 1982 to March 1993. Later, He had worked in Shandong Provincial Bureau of Geology Exploration, Ministry of Geology and Mineral Resources as senior engineer from March 1993 to September 2005, during which he had also held the position of deputy general manager of Shandong Ludi Mining Company, chief of Jewellery Evaluation Centre of Shandong Provincial Geology and Mineral Resources, and chairman of Shandong Huadi Mining Consultation Company Ltd. He worked in Shandong Ludi Mining Investment Company Ltd as a chairman from December 2005 to April 2011 and worked in Shandong Ludi Investment Holdings Company Ltd as general manager from May 2011 to September 2011. He had worked in Zhongrun Resources Investment Corporation as an executive director from May 2012 to October 2012 and currently working in Huibang Investment and Development Corporation as director since November 2012.

Independent Non-Executive Director

Mr. Yang Dongsheng

Mr. Yang, aged 49, is a senior accountant, a member of China Institute of Certified Public Accountant, a member of China Certified Public Valuer and a member of China Certified Tax Agent. Mr. Yang graduated from Henan University of Traditional Chinese Medicine with a bachelor degree in medicine, graduated from Henan Finance and Economics School with a college degree in accounting and graduated from Hong Kong Chinese University with a master degree in accounting. He has 30 years extensive experience in accounting and auditing. He worked in accounting firms for 15 years and has been in charge of listed companies audit work and initial public offering projects. He is currently a partner of BDO China Shu Lun Pan Certified Public Accountants LLP and a chief of Henan branch. Mr. Yang was appointed as an independent non-executive Director in January 2014.

Save as disclosed above and as at the date of this announcement, each of the directors does not have any interest in the shares of the Company within the meaning of Part XV of the SFO. Each of the directors (a) has no other relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (b) does not currently, nor did he in the past three years, held any directorship in other listed companies; and (c) does not hold any other positions with the Company. The emolument of each of the directors will be determine by the remuneration committee of the Company with reference to the level of responsibility, experience, the Company's performance and the market situation. Other than those disclosed above, there are no other matters concerning each of the directors that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

Supervisors

Mr. Guo Xurang

Mr. Guo Xurang, aged 43, obtained a master's degree in business administration from Hangzhou Dianzi University in July 2003. Since April 2007 Mr. Guo Xurang has been the chairman of Shannan Wanlaixin Investment Company Limited, which was named Beijing Wanlaixin Investment Company Limited from April 2007 to July 2013. Mr. Guo Xurang was a Supervisor of the Company during the period from July 2010 to March 2012.

Mr. Meng Shouji

Mr. Meng Shouji, aged 27, obtained a bachelor's degree in economics and statistics from the University of London in August 2008, and obtained a master's degree in business administration from Imperial College Business School in August 2011. Mr. Meng Shouji has been general manager of Henan Xuanrui Assets Company Limited and the chairman of Henan Mengcheng Bio-Pharmaceutical Company Limited since September 2011. Mr. Meng is also a member of Sanmenxia Municipal Committee of the CPPCC (Chinese People's Political Consultative Committee) since January 2013.

Save as disclosed above and as at the date of this announcement, both supervisors does not have any interest in the shares of the Company within the meaning of Part XV of the SFO. Both supervisors (a) has no other relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (b) does not currently, nor did he in the past three years, held any directorship in other listed companies; and (c) does not hold any other positions with the Company. The emolument of both supervisors will be determine by the remuneration committee of the Company. Other than those disclosed above, there are no other matters concerning both supervisors that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.