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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)**

### **PROPOSED ISSUANCE OF SHORT-TERM FINANCING BILLS**

This announcement is issued for the purpose of informing the Shareholders that in accordance with the relevant requirements under applicable PRC laws and regulations and pursuant to Article 89 of the Articles, the Board proposes to seek the Shareholders' authorization and approval for the proposed issuance of Short-Term Financing Bills with an aggregate principal amount of up to RMB600 million.

An EGM will be convened and held for the Shareholders to consider, and if thought fit, to approve the issuance of Short-Term Financing Bills. A circular containing details of the proposed issuance of Short-Term Financing Bills and a notice of the EGM will be dispatched to the Shareholders as soon as practicable.

**Please note that the proposed issuance of Short-Term Financing Bills may or may not occur and therefore, Shareholders and investors should exercise caution in dealing in the Company's shares.**

### **PROPOSED ISSUANCE OF SHORT-TERM FINANCING BILLS**

In accordance with the relevant requirements under applicable PRC laws and regulations and pursuant to Article 89 of the Articles, the Board of the Company proposes to seek the Shareholders' authorization and approval (i) for the proposed issuance of Short-Term Financing Bills in the PRC for an aggregate principal amount of up to RMB600 million for the term of one year and (ii) that the chairman of the Board or any person authorized by the chairman of the Board be authorized to determine and finalise the terms and conditions of Short-Term Financing Bills (including but not limited to the final principal amount, the timing of the issuance and interests thereon) after considering the needs of the Company, the then market conditions at the time of issuance and such other matters as relevant.

The Board believes that the proposed issuance of Short-Term Financing Bills will provide the Company with a further source of funding at an interest rate which is expected to be lower than the interest rate for loans generally available from commercial banks. The Board considers that the proposed issuance of

Short-Term Financing Bills will lower the Company's borrowings costs and is in the interests of the Company and the Shareholders as a whole. Proceeds from the proposed issuance of Short-Term Financing Bills are expected to be used as general working capital of the Company and for replacement with part of the Company's existing bank loans. Subject to Shareholders' approval, the Company will, if required or as otherwise considered appropriate, make further announcement when the proposed issuance of Short-Term Financing Bills takes place.

## GENERAL

A circular containing further details of the proposed issuance of Short-Term Financing Bills and notice of the EGM will be dispatched to the Shareholders as soon as practicable.

**Please note that the proposed issuance of Short-Term Financing Bills may or may not occur and therefore Shareholders and investors should exercise caution in dealing in the Company's shares.**

## DEFINITIONS

Unless the context requires otherwise, the following words and phrases used in this announcement have the following meanings:

"Articles"	:	the articles of association of the Company
"Board"	:	the board of Directors
"Company"	:	Lingbao Gold Company Ltd. (靈寶黃金股份有限公司), a joint stock limited company incorporated in the PRC with limited liability and the shares of which are listed on the main board of the Stock Exchange
"Directors"	:	the directors of the Company
"EGM"	:	the extraordinary general meeting of the Company to be convened to approve the proposed issuance of Short-Term Financing Bills
"PRC"	:	The People's Republic of China and, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"RMB"	:	Reminbi, the lawful currency of the PRC
"Shareholders"	:	the shareholders of the Company
"Short Term Financing Bills"	:	the short-term financing bills with an aggregate principal amount of up to RMB600 million proposed to be issued by the Company
"Stock Exchange"	:	The Stock Exchange of Hong Kong Limited

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

Henan, the PRC, 15 September 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. Xu Qiangsheng and Mr. Han Qinchun.*