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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)

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

The Board proposes to increase the authorised share capital of the Company from HK\$100,000,000 divided into 1,000,000,000 Shares to HK\$1,000,000,000 divided into 10,000,000,000 Shares by creating an additional 9,000,000,000 unissued Shares (the “**Increase in Authorised Share Capital**”) (ranking pari passu with the existing Shares in all respects upon issue).

The proposed Increase in Authorised Share Capital will provide the Company with a greater flexibility for future investments and fundraising and is subject to the approval of the Shareholders by way of an ordinary resolution at the EGM. As of the date of this announcement, the Company has 828,000,000 Shares in issue and 172,000,000 Shares authorised but unissued. The Board believes the Increase in Authorised Share Capital is in the interests of the Company and the Shareholders as a whole.

EGM

The EGM will be convened for the purpose of considering, and if thought fit, approving, the Increase in Authorised Share Capital.

As at the date of this announcement, no Shareholder has a material interest in the proposed Increase in Authorised Share Capital. Accordingly, no Shareholder is required to abstain from voting at the EGM.

A circular containing, among other things, further details of the Increase in Authorised Share Capital, together with a notice convening the EGM, will be despatched to the Shareholders in due course.

DEFINITIONS

Unless the context otherwise requires, capitalised terms used in this announcement shall have the following meanings:

“Board”	the board of Directors
“Company”	Wanguo Gold Group Limited (萬國黃金集團有限公司), (formerly known as Wanguo International Mining Group Limited (萬國國際礦業集團有限公司)), a company incorporated under the laws of the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened for the purpose of considering and, if thought fit, approving, the Increase in Authorised Share Capital
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Share(s)”	ordinary shares with nominal value of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)

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

Hong Kong, 26 September 2024

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