LIONGOLD CORP LTD

(Incorporated in Bermuda)
(Company Registration No. 35500)

RESPONSES TO SGX'S QUERIES

LionGold Corp Ltd (the "**Company**") has received the following queries from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in relation to the announcement released by the Company on 6 July 2020 detailing the appointment of executive officers of the Company.

SGX-ST Query 1:

It was stated that Zhou Ying ("**Ms Zhou**") prior to joining the Company, was working at "Baker Tilly TFW LLP – professional assurance service provider" ("**Baker Tilly**"). Please elaborate on her years of experience (which period), position held in Baker Tilly and how it contributes to her suitability of being appointed as a Deputy CEO of the Company.

Response:

Ms Zhou joined Baker Tilly in October 2009 as audit manager. She was subsequently promoted to audit senior manager in September 2012. Prior to leaving Baker Tilly in August 2019, Ms Zhou was a director in the assurance department, a position she held since September 2016. Ms Zhou has about 15 years' experience in public accounting in Singapore. The Board considered the credentials of Ms Zhou and is satisfied that Ms Zhou has the background, experience and capabilities to assume the role of Deputy CEO in addition to Ms Zhou's current responsibilities as financial controller.

SGX-ST Query 2:

It is noted that she is at present appointed as a director of Shen Yao Investments Pte. Ltd. ("**SYI**") and Shen Yao (Singapore) Pte. Ltd. ("**SYS**").
(a) Please elaborate on her role and the period of her appointment in these entities.
(b) What is the key business of SYI and SYS?

Response:

SYI and SYS are both wholly-owned subsidiaries of the Company, formerly known as LionGold Investments Pte. Ltd. and LionGold Corp (Singapore) Pte. Ltd. respectively. The announcements relating to the change of names of these two entities were made on 2 April 2020 and 18 November 2019 respectively. Both SYI and SYS are investment holding companies.

Ms Zhou was appointed as director of SYI and SYS on 27 December 2019 and 31 March 2020 respectively. Ms Zhou, together with other directors of SYI and SYS, are responsible for overseeing and managing the affairs of SYI and SYS and report to the board of directors of the Company.

SGX-ST Query 3:

Please explain and elaborate on how and who introduced Zhou Ying to the Company in November 2019 when she was first appointed as financial controller of the Company.

Response:

Ms Zhou was exploring the exposure to commercial business and was introduced by the audit engagement partner of the Company. However, as confirmed by Ms Zhou, she has never been involved in the audit of the Company during her period with Baker Tilly.

SGX-ST Query 4:

Please provide Board's explanation and justification for requiring a (1) Group CEO, (2) Deputy CEO, and (3) Assistant CEO (Corporate Finance), in view of the scale and size of the Company's current business.

Please detail their job scopes and segregation of duties.

Response:

In the circular to shareholders dated 6 September 2019 (the "**Circular**") detailing amongst others, information relating to the Proposed Yaoo Subscription (as defined in the Circular), it was mentioned that the Group CEO, Mr. Yao Liang and the other directors and shareholders of Controlling Shareholder of the Company, Yaoo Capital Pte. Ltd. "*are of the view that there is untapped and discoverable potential in the Group's core gold mining project in Ballarat, Australia. They intend to assess the situation following the completion of the Proposed Yaoo Subscription with a view towards strengthening the core business activity of the Group by way of recapitalisation where necessary. They are also exploring a diversification of the Company's business beyond gold mining as a means of reducing reliance on its core business and also to look at other areas of growth with a view to providing additional income streams hence enhancing value for Shareholders.*"

The scope of the abovementioned plans encompasses the management of existing operations, the review and evaluation of current operations, undertaking restructuring where required, evaluation of new business opportunities, assessing the need for additional funding (for current operations and prospective new businesses) and where required, determining the form and terms of such funding. The assessment and roll out of these corporate matters often have to be undertaken concurrently.

The management team has been structured to allow for effective formulation and execution of the abovementioned corporate matters.

The general scope of work to be undertaken by each of the following individuals is set out below.

Group CEO
- Charting the overall strategic direction of the Group
- Setting the framework under which the business units of the Group should operate based on
- Formulating the restructuring plans of the existing business of the Group
- Seeking new business opportunities for the Group
- Pursuing financing/fund raising options

Deputy CEO
- Providing input on the strategic plans from a financial standpoint
- Overseeing the day-to-day operations of the Group based on the framework implemented by the Group CEO
- Implementing operational restructuring plans
- Setting up new business units/ implementation of new business plans

Assistant CEO (Corporate Finance)

- Providing input on the strategic plans from a corporate finance standpoint
- Performing and coordinating due diligence for prospective businesses/ acquisitions/ investments
- Assessing financing/ fund raising options from a corporate finance standpoint
- Executing corporate activities such as acquisitions, fund raising, restructuring etc.

BY ORDER OF THE BOARD

Yao Liang
Executive Director
8 July 2020

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*This announcement has been reviewed by the Company's sponsor, Stamford Corporate Services Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

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