

Postponement of the Special Meeting

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VANCOUVER, August 22, 2023 - [SouthGobi Resources Ltd.](#) (TSX-V:SGQ, HK:1878) ("SouthGobi" or the "Company") announces that reference is made to (i) the announcement of the Company dated July 5, 2023 in relation to the New Record Date (the "Announcement"); and (ii) the Management Proxy Circular (the "Circular") and the notice of the Special Meeting (the "Notice") of the Company dated July 20, 2023. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

POSTPONEMENT OF THE SPECIAL MEETING

The Company hereby announces that the board of directors of the Company (the "Board") has decided to postpone the Special Meeting (the "Meeting") of holders of SouthGobi's common shares (the "Shareholders") that was scheduled to be held at 7:30 pm (Vancouver time) on Wednesday, August 23, 2023 to a later date, as the Board is in an effort to encourage greater Shareholder engagement and to enable a broader level of Shareholder participation at the Meeting. The Board has decided that it is in the best interest of the Company and its Shareholders to reschedule the Meeting to Tuesday, August 29, 2023 at 7:30 p.m. (Vancouver time), which is Wednesday, August 30, 2023 at 10:30 a.m. (Hong Kong time) (the "Postponed Meeting"). The Postponed Meeting will continue to be held at the offices of Dentons Canada LLP, 20th floor - 250 Howe Street, Vancouver, British Columbia, Canada.

NO CHANGE ON RECORD DATE

For the avoidance of doubt, the record date for the determination of the Shareholders who are entitled to receive the notice of, and to attend and vote at, the Special Meeting or any postponement(s) or adjournment(s) thereof (including the Postponed Meeting), will remain unchanged as Wednesday, July 19, 2023, Vancouver and Hong Kong. As such, any person who has become a Shareholder from Wednesday, July 19, 2023 (Vancouver and Hong Kong time) to Tuesday, August 29, 2023 (Vancouver time)/ Wednesday, August 30, 2023 (Hong Kong time) is not entitled to attend or vote at the Postponed Meeting.

PROXY FORM FOR THE POSTPONED MEETING

All resolutions as set out in the Circular remain unchanged, and will be considered and, if thought fit, passed at the Postponed Meeting. The form of proxy for use at the Postponed Meeting, which have been despatched to the Shareholders on August 2, 2023 (the "Proxy Form") together with the Circular and the Notice, will remain valid and applicable for use at the Postponed Meeting.

Shareholders who have yet to return the Proxy Form or Shareholders who want to change their votes at the Postponed Meeting are required to complete and return the Proxy Form in accordance with the instructions printed no later than 48 hours before the time appointed for the holding of the Postponed Meeting (i.e., not later than 7:30 p.m. on Friday, August 25, 2023 (Vancouver time) for Canadian Shareholders, which is 10:30 a.m. on Monday, August 28, 2023 (Hong Kong time) for Hong Kong Shareholders).

For the avoidance of doubt, any Proxy Form duly completed and returned in accordance with the instructions printed thereon remains valid for the Postponed Meeting and the relevant Shareholders who have submitted the Proxy Form and do not change their vote for the relevant resolutions are not required to return another Proxy Form. If any Shareholder chooses to re-submit the Proxy Form, the last Proxy Form received will revoke and supersede the Proxy Form previously submitted by such Shareholder.

Save for the aforesaid changes, all other information and contents as set out in the Circular, the Notice and the Proxy Form remain unchanged.

About SouthGobi

SouthGobi, listed on the Hong Kong Stock Exchange and the TSX Venture Exchange, owns and operates its flagship Ovoot Tolgoi coal mine in Mongolia. It also holds the mining licences of its other metallurgical and thermal coal deposits in South Gobi region of Mongolia. SouthGobi produces and sells coal to customers in China.

Contact:

Investor Relations

Email: info@southgobi.com

Mr. Ruibin Xu

Chief Executive Officer

Office: +1 604 762 6783 (Canada)

+852 2156 1438 (Hong Kong)

Website: www.southgobi.com

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