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**Bao Shen Holdings Limited**  
**寶申控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8151)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 27 JUNE 2022**

The board of Directors is pleased to announce that all the Resolutions set out in the Notice dated 19 May 2022 were duly passed by the Shareholders at the AGM.

Reference is made to the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) of Bao Shen Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company both dated 19 May 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

The Board is pleased to announce that the AGM was held at 11:30 a.m. on Monday, 27 June 2022 at 22/F., Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong and all proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM.

As at the date of the AGM, there were 420,000,000 Shares of HK\$0.01 each in issue, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and there were no Shares requiring the holders to abstain from voting at the AGM under the GEM Listing Rules.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM. The poll results in respect of the Resolutions are as follows:

AS ORDINARY RESOLUTIONS <i>(Note)</i>		Total number of votes cast (percentage of total number of votes cast, %)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements and report of the directors and the independent auditors of the Company and its subsidiaries for the year ended 31 December 2021	208,354,500 (100%)	0 (0%)
2	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	208,354,500 (100%)	0 (0%)
3	(a) To re-elect Mr. Fan Baocheng (樊寶成) as an executive director of the Company	208,354,500 (100%)	0 (0%)
	(b) To re-elect Mr. Zhou Zhen Dong (周振鷲) as an executive director of the Company	208,354,500 (100%)	0 (0%)
	(c) To re-elect Mr. Liang Chi (梁赤) as an independent non-executive director of the Company	208,354,500 (100%)	0 (0%)
	(d) To re-elect Mr. Ho Ka Chun (何家進) as an independent non-executive director of the Company	208,354,500 (100%)	0 (0%)
	(e) To re-elect Mr. Chan Chun Chi (陳駿志) as an independent non-executive director of the Company	208,354,500 (100%)	0 (0%)
4	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company	208,354,500 (100%)	0 (0%)
5	To grant a general and unconditional mandate to the directors of the Company to allot, issue and deal with additional shares of the Company for an aggregate number of not exceeding 20% of the number of issued Shares of the Company as at the date of passing this resolution	208,354,500 (100%)	0 (0%)

<b>AS ORDINARY RESOLUTIONS</b> <i>(Note)</i>		<b>Total number of votes cast (percentage of total number of votes cast, %)</b>	
		<b>For</b>	<b>Against</b>
6	To grant a general and unconditional mandate to the directors of the Company to repurchase shares of the Company for a total number of not exceeding 10% of the number of the issued Shares of the Company as at the date of passing this resolution	208,354,500 (100%)	0 (0%)
7	To extend the general and unconditional mandate granted to the Directors under resolution no. 5 above by a number representing the number of the issued Shares of the Company repurchased by the Company pursuant to the general mandate granted by resolution no. 6 above (up to a maximum number equivalent to 10% of the number of issued Shares of the Company as at the date of the passing the resolution no. 6)	208,354,500 (100%)	0 (0%)
<b>AS SPECIAL RESOLUTION</b>		<b>For</b>	<b>Against</b>
8	To approve the adoption of the second amended and restated memorandum and articles of association of the Company as the new memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association with immediate effect after the close of this meeting and that any director or company secretary or the registered office provider of the Company be authorised to do all such acts and things and execute all such documents and make all such arrangements as they shall, in their absolute discretion, deem necessary or expedient in connection with the implementation of or giving effect to the aforesaid adoption of the second amended and restated memorandum and articles of association of the Company	208,354,500 (100%)	0 (0%)

*Note:* The full text of each of the resolutions was set out in the Notice.

As more than 50% of the votes were cast in favor of the resolutions no. 1 to 7, all these resolutions were duly passed as ordinary resolutions at the AGM.

As more than 75% of the votes were cast in favor of the resolution no. 8, the resolution was duly passed as a special resolution at the AGM.

The executive directors, Mr. Fan Baocheng and Mr. Zhou Zhen Dong and the independent non-executive directors, Mr. Liang Chi, Mr. Ho Ka Chun and Mr. Chan Chun Chi attended the AGM either in person or by electronic means.

## **AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board hereby announces that the resolution on the proposed amendments to the Memorandum and Articles of Association has been duly passed as a special resolution at the AGM. For details of the proposed amendments, please refer to Appendix III to the Circular.

The Second Amended and Restated Memorandum and Articles of Association will take effect from 27 June 2022, the full text of which is available on the websites of HKEX ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<http://www.baoshen.com.hk>).

By Order of the Board  
**Bao Shen Holdings Limited**  
**Fan Baocheng**  
*Chairman and Executive Director*

Hong Kong, 27 June 2022

*As at the date of this announcement, our executive directors are Mr. Fan Baocheng and Mr. Zhou Zhen Dong, and our independent non-executive directors are Mr. Liang Chi, Mr. Ho Ka Chun and Mr. Chan Chun Chi.*

*This announcement, for which the Directors collectively and individually accepts full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at [www.baoshen.com.hk](http://www.baoshen.com.hk).*