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China Golden Classic Group Limited

中國金典集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8281)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING AND ANNUAL GENERAL MEETING HELD ON THURSDAY, 18 MAY 2023 AND PAYMENT OF FINAL DIVIDEND

EGM

The Board is pleased to announce that the EGM Resolution as set out in the EGM Notice was duly passed by the Shareholders by way of poll at the EGM held on Thursday, 18 May 2023.

AGM

The Board is also pleased to announce that all the AGM Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on Thursday, 18 May 2023.

References are made to (i) the circular (the “**EGM Circular**”) and notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of China Golden Classic Group Limited (the “**Company**”) dated 23 March 2023 in relation to, among other things, the proposed adoption of the Second Amended and Restated M&A; and (ii) the circular (the “**AGM Circular**”) and notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of the Company dated 24 March 2023. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the EGM Circular and, where appropriate, the AGM Circular.

POLL RESULT OF THE EGM

The Board is pleased to announce the poll result of the EGM held at Conference Room, No. 35 Yingbin Road, Xiake Town, Jiangyin City, Jiangsu Province, the PRC on Thursday, 18 May 2023. Save for Mr. Pan Qingwei, all Directors attended the EGM in person or by means of electronic communication.

As at the date of the EGM, the total number of issued Shares was 1,000,000,000, which was the total number of Shares entitling the Shareholders to attend and vote on the resolution proposed at the EGM (the “**EGM Resolution**”). To the best knowledge, information and belief of the Directors, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the EGM Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholders were required under the GEM Listing Rules to abstain from voting on the EGM Resolution at the EGM. No party has stated his/her/its intention in the EGM Circular to vote against or to abstain from voting on the EGM Resolution at the EGM.

The EGM Resolution as set out in the EGM Notice was duly passed by the Shareholders by way of poll at the EGM. Set out below is the poll result in respect of the EGM Resolution at the EGM:

Special resolution	Number of votes (%)	
	For	Against
To approve the Proposed Amendments and the adoption of the Second Amended and Restated M&A.	763,500,000 (100%)	0 (0%)

Note: Full text of the EGM Resolution is set out in the EGM Notice.

As more than 75% of the votes were cast in favour of the EGM Resolution, the EGM Resolution was duly passed as a special resolution of the Company.

POLL RESULTS OF THE AGM

The Board is also pleased to announce the poll results of the AGM held at Conference Room, No. 35 Yingbin Road, Xiake Town, Jiangyin City, Jiangsu Province, the PRC on Thursday, 18 May 2023. Save for Mr. Pan Qingwei, all Directors attended the AGM in person or by means of electronic communication.

As at the date of the AGM, the total number of issued Shares was 1,000,000,000, which was the total number of Shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM (the “**AGM Resolutions**”). To the best knowledge, information and belief of the Directors, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the AGM Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholders were required under the GEM Listing Rules to abstain from voting on the AGM Resolutions at the AGM. No party has stated his/her/its intention in the AGM Circular to vote against or to abstain from voting on any of the AGM Resolutions at the AGM.

All the AGM Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM. Set out below are the poll results in respect of the respective AGM Resolutions at the AGM:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 December 2022.	763,500,000 (100%)	0 (0%)
2.	(a) Each as a separate resolution, to re-elect the following Directors:		
	(i) Mr. Pan Qingwei as an independent non-executive Director; and		
	(ii) Mr. Tang Wai Yau as an independent non-executive Director.	763,500,000 (100%)	0 (0%)
	(b) To authorise the Board to fix the Directors' remuneration.	763,500,000 (100%)	0 (0%)
3.	To re-appoint SHINEWING (HK) CPA Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration.	763,500,000 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to buy back Shares up to 10% of the aggregate number of Shares in issue as at the date of passing of this resolution.	763,500,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and deal with the additional Shares, the aggregate number of which shall not exceed 20% of the aggregate number of Shares in issue as at the date of passing of this resolution.	763,500,000 (100%)	0 (0%)
6.	To add the number of Shares bought back by the Company to the general mandate granted to the Directors under resolution numbered 5 above.	763,500,000 (100%)	0 (0%)
7.	To approve the declaration and payment of the Final Dividend of RMB0.5 cents per Share for the year ended 31 December 2022.	763,500,000 (100%)	0 (0%)

Note: Full text of the AGM Resolutions is set out in the AGM Notice.

As more than 50% of the votes were cast in favour of the AGM Resolutions, the AGM Resolutions were duly passed as ordinary resolutions of the Company.

An external accountant, Nanjing Xinguo Accounting Firm (General Partnership)* (南京信國會計師事務所(普通合夥)), was appointed as the scrutineer at the EGM and the AGM for the purpose of vote-taking.

PAYMENT OF FINAL DIVIDEND

In relation to the AGM Resolution numbered 7 above, the Final Dividend will be paid in HK\$ on Friday, 16 June 2023 to the Shareholders whose names shall appear on the register of members of the Company on Thursday, 1 June 2023.

As disclosed in the AGM Circular, for determining the entitlement to the Final Dividend, the register of members of the Company will be closed from Wednesday, 31 May 2023 to Thursday, 1 June 2023 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the Final Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 30 May 2023.

For the exchange rate conversion, the official exchange rate of RMB against HK\$ as quoted by the People's Bank of China on Thursday, 18 May 2023 (i.e. the date of the AGM) was HK\$1.000 to RMB0.89376. Accordingly, the amount of the Final Dividend payable per Share is HK0.559 cents.

By order of the Board
China Golden Classic Group Limited
Li Qiuyan
Chairman

Hong Kong, 18 May 2023

As at the date of this announcement, the executive Directors are Ms. Li Qiuyan, Mr. Tong Xing and Ms. Du Yongwei and the independent non-executive Directors are Mr. Ye Jingzhong, Mr. Pan Qingwei and Mr. Tang Wai Yau.

This announcement, for which the Directors collectively and individually accept 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 "Latest Listed Company Announcements" page of the Stock Exchange's website at www.hkexnews.hk for at least 7 days from the date of its publication. This announcement will also be posted on the website of the Company at www.goldenclassicbio.com.

* For identification purpose only