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Wuxi Life International Holdings Group Limited

悟喜生活國際控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8148)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 2 MAY 2024

References were made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of Wuxi Life International Holdings Group Limited (the “**Company**”) both dated 9 April 2024, in relation to, among other things, the Capital Reorganisation and Rights Issue. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce the poll results in respect of the resolutions proposed at the EGM held on 2 May 2024 (the “**Resolutions**”) as follow:

Special Resolution ^{Note}		Number of Votes (%)	
		For	Against
1.	To approve the Capital Reorganisation and the transactions contemplated thereunder.	649,089,132 (100%)	0 (0%)
Ordinary Resolution ^{Note}		Number of Votes (%)	
		For	Against
2.	To approve the Rights Issue and the Transactions contemplated thereunder	279,089,132 (100%)	0 (0%)

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

As more than 75% of the votes were cast in favour of Resolution 1, Resolution 1 was duly passed as special resolution of the Company. As more than 50% of the votes were cast in favour of Resolution 2, Resolution 2 was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the total number of issued Shares of the Company was 1,272,640,000 Shares. No Shareholder is required to abstain from voting in respect of the Capital Reorganisation at the EGM.

In accordance with Rule 10.29(1) of the GEM Listing Rules, as the Rights Issue will increase the total number of issued Shares by more than 50% within a 12 month period, the Rights Issue is subject to the approval by the Independent Shareholders at the EGM by way of poll at which the controlling shareholders and their associates or, where there are no controlling shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the resolution(s) relating to the Rights Issue at the EGM.

Since there is no controlling Shareholder, Mr. Liu, the chairman of the Board and an executive Director who is beneficially interested in 29.07% of the issued Shares as at the date of the EGM, has abstained from voting in favour of the resolution to approve the Rights Issue and the transactions contemplated thereunder at the EGM. Save as disclosed above, to the best of the Directors' knowledge, information and belief, no Shareholders were required under the GEM Listing Rules to abstain from voting in favour of the Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the purpose of vote taking at the EGM.

All of the Directors, namely Mr. Liu Guanzhou, Ms. Liu Xingmei, Mr. Choi Pun Lap, Ms. Li Hui Ling, Mr. Tai Chin Ho, Ms. Lam Yuen Man Maria and Mr. Fu Yan Ming attended the EGM either in person or by electronic means.

UPDATE ON THE CAPITAL REORGANISATION

Subsequent to the passing of the special resolution, the Capital Reorganisation is still subject to certain conditions as set out in the paragraph headed "Letter from the Board – Proposed Capital Reorganisation – Conditions of the Capital Reorganisation" in the Circular.

The legal advisers to the Company (as to the Cayman Islands law) will apply to the Court for hearing date(s) to confirm the Capital Reorganisation (if applicable), and further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Capital Reorganisation as and when appropriate.

COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHT BASIS AND DESPATCH OF THE PROSPECTUS DOCUMENTS

The Rights Issue will proceed in accordance with the expected timetable as set out in the Circular.

Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-right basis is Thursday, 20 June 2024. The Shares will be dealt with on an ex-right basis from Friday, 21 June 2024. The Prospectus Documents will be despatched to the Qualifying Shareholders (in the case of the Non-Qualifying Shareholders, the Prospectus for information only) on Wednesday, 3 July 2024.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE RIGHTS SHARES

The Rights Issue is subject to the fulfilment of conditions including the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. If the conditions to the Rights Issue are not fulfilled, the Rights Issue will not proceed. Any Shareholder or other person dealing in Shares and/or the nil-paid Rights Shares up to the date on which all the conditions of the Rights Issue are fulfilled will accordingly bear the risk that the Rights Issue may not proceed.

Subject to the fulfilment of conditions, the Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptance of provisionally allotted Rights Shares. Accordingly, if the Rights Issue is undersubscribed, the size of the Rights Issue will be reduced. Qualifying Shareholders who do not take up their assured entitlements in full and Non-Qualifying Shareholders, if any, should note that their shareholdings in the Company may be diluted, the extent of which will depend in part on the size of the Rights Issue. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares.

By order of the Board
Wuxi Life International Holdings Group Limited
Liu Guanzhou
Chairman

Hong Kong, 2 May 2024

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Mr. Liu Guanzhou (*Chairman*)

Ms. Liu Xingmei

Mr. Choi Pun Lap

Non-executive Director:

Ms. Li Hui Ling

Independent non-executive Directors:

Mr. Tai Chin Ho (formerly known as Mr. Tai Man Tai)

Ms. Lam Yuen Man Maria

Mr. Fu Yan Ming

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.hkex.com.hk for at least 7 days from the date of its publication and on the website of the Company at www.wuxilife.com.hk.