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**Shanyu Group Holdings Company Limited**

**善裕集團控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8245)**

# RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 15 AUGUST 2025

Reference is made to the notice of the AGM and the circular (the "**Circular**") of Shanyu Group Holdings Company Limited (the "**Company**") dated 18 July 2025. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular

## POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 15 August 2025, all the resolutions except for resolution no. 2(a) set out in the notice dated 18 July 2024 convening the AGM were duly passed by Shareholders by way of poll.

As at the date of the AGM, there were a total of 206,821,272 Shares in issue. None of Shareholders were required to abstain from voting on any of the resolutions at the AGM. As such, there were a total of 206,821,272 Shares, representing the entire issued share capital of the Company, entitling Shareholders to attend and vote for or against the resolutions proposed at the AGM.

Boardroom Share Registrars (HK) Limited, the Company's branch share registrar and transfer agent in Hong Kong, acted as the scrutineer for poll vote at the AGM. For all the following resolutions, Shareholders, authorised proxies and authorised representatives holding in aggregate of 71,553,920 Shares, representing approximately 34.6% of the total voting Shares, were present at the AGM. The voting results of the poll taken at the AGM in respect of the resolutions were as follows:

| Ordinary Resolutions | | Number of Shares voted (%) (Approximate percentage) | |
|---|---|---|---|
| | | For | Against |
| 1. | To receive, consider and adopt audited consolidated financial statements and the reports of the directors of the Company and independent auditor's report for the year ended 31 March 2025. | 71,553,920 (100.0%) | 0 (0.0%) |
| 2. | (a) To re-elect Mr. Sun Lihua as an executive director and the Chairman of the Company. | 80,829 (0.1%) | 71,473,091 (99.9%) |
| | (b) To re-elect Mr. Yeung Shing Wai as an executive director of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| | (c) To re-elect Ms. Wong Ming Kwan Victoria as an executive director of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| | (d) To re-elect Mr. Choi Pun Lap as an independent non-executive director of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| | (e) To re-elect Ms. Ip Sin Nam as an independent non-executive director of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| | (f) To re-elect Mr. Yu Lap Pan as an independent non-executive director of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| 3. | To authorize the board of directors of the Company to fix the remuneration of all directors of the Company. | 71,553,920 (100.0%) | 0 (0.0%) |
| 4. | To re-appoint Fan, Chan & Co. Limited as the auditor of the Company and to authorise the board of directors to fix its remuneration. | 71,553,920 (100.0%) | 0 (0.0%) |
| 5. | (A) To grant a general mandate to the directors to allot and issue new shares of the Company (Ordinary Resolution No. 5(A) of the notice of annual general meeting). | 71,553,920 (100.0%) | 0 (0.0%) |
| | (B) To grant a general mandate to the directors to repurchase shares of the Company (Ordinary Resolution No. 5(B) of the notice of annual general meeting). | 71,553,920 (100.0%) | 0 (0.0%) |
| | (C) To extend the general mandate granted to the directors to issue new shares of the Company (Ordinary Resolution No. 5(C) of the notice of annual general meeting). | 71,553,920 (100.0%) | 0 (0.0%) |

Directors namely, Ms. Wong Ming Kwan Victoria. Mr. Choi Pun Lap and Mr. Yu Lap Pan attended the AGM in person. Directors namely, Mr. Yeung Shing Wai and Ms. Ip Sin Nam attended the AGM by electronic means. Director namely, Mr. Sun Lihua, was unable to attend the AGM due to other business commitments.

As more than 50% of the votes were casted in favour of the above resolutions except for resolution no. 2(a), all the above resolutions except for resolution no. 2(a) were duly passed as Ordinary Resolutions of the Company.

As a majority of votes were casted against resolution no. 2(a), such resolution was not passed as Ordinary Resolution. Accordingly, Mr. Sun Lihua has retired as an executive Director and the Chairman of the Company with effect from the conclusion of the AGM.

By Order of the Board of
**Shanyu Group Holdings Company Limited**
**Wong Ming Kwan Victoria**
*Executive Director*

Hong Kong, 15 August 2025

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Yeung Shing Wai and Ms. Wong Ming Kwan Victoria; and three independent non-executive Directors, namely Mr. Choi Pun Lap, Ms. Ip Sin Nam and Mr. Yu Lap Pan.*

*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 Information" page of the website of the Exchange at www.hkexnews.hk for at least seven days from the day of its publication. This announcement will also be published on the Company's website at www.shanyugroup.com.*