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FRESH EXPRESS DELIVERY HOLDINGS GROUP CO., LTD

鮮馳達控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1175)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 6 JANUARY 2022

References are made to the announcement of Fresh Express Delivery Holdings Group Co., Ltd (the “**Company**”) dated 2 November 2021, in relation to, among others, the requisition (the “**Requisition**”) raised by Paramount Worldwide Investment Limited (the “**Requisitionist**”). A notice (the “**Notice**”) of extraordinary general meeting in relation to the Requisition (the “**EGM**”) and circular (the “**Circular**”) were also despatched to the registered members of the Company by the Requisitionist dated 14 December 2021 respectively.

POLL RESULTS

It is hereby announced that all of the resolutions proposed at the EGM held on Thursday, 6 January 2022 were duly passed by the Shareholders as ordinary resolutions by way of poll. Based on the publicly available information of the Company, as at the date of the EGM, there were 1,646,287,188 Shares in issue.

In accordance with the Listing Rules, each of the ordinary resolutions proposed at the EGM was determined by way of poll by the Shareholders.

There were no Shareholders entitled to attend and abstain from voting in favour of the resolutions at the EGM pursuant to the Listing Rules, and none of the Shareholders had stated their intention in the Circular to vote against or abstain from voting on the resolutions at the EGM.

Save for Mr. Wen Cyrus Jun-ming, who chaired the EGM in accordance with the articles of association of the Company, none of the other Directors attended the EGM.

Computershare Hong Kong Investor Services Limited, being the branch share registrar of the Company, was appointed as the scrutineer in the EGM for the purpose of taking and monitoring the poll vote.

Since according to the announcements of the Company both dated 14 December 2021, Mr. Zhou Aijie, Mr. Tan Rucheng, Dr. Leung Hoi Ming and Mr. Mak Ka Wing, Patrick have resigned from their directorships of the Company prior to the date of the EGM, the proposed resolutions no. 3, 4, 5 and 6 in respect of the removal of each of them as a Director as set out in the Notice, the Circular and the Proxy Form were no longer applicable and have not been put forward for consideration and approval by the Shareholders at the EGM. The sequence of other resolutions and matters in relation to the EGM remained unchanged and the Proxy Forms lodged by the Shareholders remained valid except that no poll was conducted or counted for the resolutions no. 3, 4, 5 and 6.

The poll results in respect of the ordinary resolutions at the EGM are as follows:

| ORDINARY RESOLUTIONS | | Number of votes (approximate %) | |
|----------------------|---|------------------------------------|-----------------------|
| | | For | Against |
| 1. | THAT PAN JUNFENG be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 2. | THAT TANG DACONG be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 3. | THAT ZHOU AIJIE be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. <i>(Note)</i> | | |
| 4. | THAT TAN RUCHENG be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. <i>(Note)</i> | | |
| 5. | THAT LEUNG HOI MING be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. <i>(Note)</i> | | |

| ORDINARY RESOLUTIONS | | Number of votes (approximate %) | |
|----------------------|---|------------------------------------|-----------------------|
| | | For | Against |
| 6. | THAT MAK KA WING, PATRICK be and is hereby removed as a Director pursuant to Article 86(5) with effect from the conclusion of the EGM. <i>(Note)</i> | | |
| 7. | THAT each of the Directors appointed to the board of Director between 1 November 2021, the date of the Requisition Notice and the date of the EGM, other than those persons who are to be appointed as Directors at the EGM, be and is hereby removed as a Director with effect from the later of (a) the conclusion of the EGM, or (b) where applicable, the earliest time when such removal is not prohibited under the Hong Kong Codes on Takeovers and Mergers. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 8. | THAT the maximum number of Directors be and is hereby fixed with immediate effect to a number that is the aggregate of (a) the total number of Director immediately prior to the EGM and (b) such number of Directors to be appointed at the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 9. | THAT YU ZHEN HUA JOHNNY be and is hereby appointed as an executive Director pursuant to Article 86(6) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 10. | THAT WONG HIN SHEK be and is hereby appointed as an independent non-executive Director pursuant to Article 86(6) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 11. | THAT WONG LAI NA be and is hereby appointed as an independent non-executive Director pursuant to Article 86(6) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 12. | THAT HAU CHI KIT be and is hereby appointed as an independent non-executive Director pursuant to Article 86(6) with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |

| ORDINARY RESOLUTIONS | | Number of votes (approximate %) | |
|----------------------|--|------------------------------------|-----------------------|
| | | For | Against |
| 13. | THAT the board of Directors be and is hereby authorized to fix the Directors' remuneration. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |
| 14. | THAT the maximum number of Directors be and is fixed at a number that is equal to the aggregate of (a) such number of Directors holding office at the conclusion of the EGM and (b) (if any) those persons whose appointments as Directors have been approved at the EGM but have not taken effect, and such maximum number shall override and replace the maximum number of Directors as fixed pursuant to resolution 8 above with effect from the conclusion of the EGM. | 792,836,352 (99.577%) | 3,367,423 (0.423%) |

Note: For the above proposed resolutions numbered 3, 4, 5 and 6, the captioned Directors have resigned before the date of EGM. Therefore, those resolutions were not put forward for voting at the EGM.

Each of the above ordinary resolutions was cast in favour of and passed by more than 50% of the votes from the Shareholders or authorised proxies of the shareholders (as the case may be) attending the EGM.

For the biographies of the new Directors, please refer to the announcement of the Company on 6 June 2022, in relation to, among other things, the change of Directors.

COMPLIANCE WITH THE LISTING RULES

Mr. Wong Hin Shek, Ms. Wong Lai Na, Mr. Hau Chi Kit were appointed as independent non-executive Directors with effect from the conclusion of the EGM. Therefore, the Company complies with the Listing Rules of:

- (i) appointing at least three independent non-executive Directors on the Board with at least one of them having appropriate professional qualifications or accounting or related financial management expertise under Rule 3.10 of Listing Rules; and

- (ii) having independent non-executive Directors who represent at least one-third of the Board under Rule 3.10A of the Listing Rules.

By order of the Board
Fresh Express Delivery Holdings Group Co., Ltd
Yu Zhen Hua Johnny
Executive Director

Hong Kong, 6 June 2022

As at the date of this announcement, the Board comprises Mr. Yu Zhen Hua Johnny as executive Director, Mr. Wen Cyrus Jun-ming as non-executive Director and Mr. Wong Hin Shek, Ms. Wong Lai Na and Mr. Hau Chi Kit as independent non-executive Directors.