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TIANYUN INTERNATIONAL HOLDINGS LIMITED

天韵國際控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 6836)

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 1 DECEMBER 2022

At the AGM held on Thursday, 1 December 2022, all the proposed resolutions as set out in the circular dated 1 November 2022 have been duly approved by the Shareholders by way of poll.

At the annual general meeting of Tianyun International Holdings Limited (the “**Company**”) held on Thursday, 1 December 2022 (the “**AGM**”), all the proposed resolutions as set out in the notice of AGM dated 1 November 2022 have been duly approved by the Shareholders by way of poll.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the circular of the Company dated 1 November 2022.

ATTENDANCE AT THE AGM

As of the date of the AGM, the total number of the Shares in issue entitling the holder to attend and vote at the AGM was 990,512,000 Shares. Shareholders (in person or by proxy) holding an aggregate of 565,045,200 Shares, which represented approximately 57.0 % of the total number of Shares, were present at the AGM.

There were no (i) Shares entitling the holders to attend and abstain from voting in favour at the AGM in accordance with Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or (ii) shareholders of the Company that are required under the Listing Rules to abstain from voting at the AGM.

All directors of the Company attended the AGM by electronic means.

RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS | | No. of votes and percentage | |
|----------------------|--|-----------------------------|-----------------------|
| | | For | Against |
| 1. | To receive and consider the audited financial statements of the Company for the year ended 31 December 2021 together with the reports of the directors of the Company (the “ Directors ”) and auditors thereon. | 555,524,000 (98.31 %) | 9,521,200 (1.69 %) |
| 2(a) | To re-elect Ms. Chu Yinghong as non-executive Director. | 563,879,200 (99.79 %) | 1,166,000 (0.21 %) |
| 2(b) | To re-elect Mr. Wong Yim Pan as non-executive Director. | 563,879,200 (99.79 %) | 1,166,000 (0.21 %) |
| 2(c) | To re-elect Mr. Liang Zhongkang as independent non-executive Director. | 559,305,200 (98.98 %) | 5,740,000 (1.02 %) |
| 2(d) | To re-elect Mr. Yeung Wan Yiu as executive Director. | 561,719,900 (99.41 %) | 3,325,300 (0.59 %) |
| 2(e) | To re-elect Mr. Shiu Shu Ming as independent non-executive Director. | 560,149,300 (99.13 %) | 4,895,900 (0.87 %) |
| 2(f) | To re-elect Professor Ye Xingqian as independent non-executive Director. | 565,045,200 (100 %) | 0 (0 %) |
| 2(g) | To re-elect Ms. Lv Chunxia as executive Director. | 563,879,200 (99.79 %) | 1,166,000 (0.21 %) |
| 2(h) | To authorize the board of Directors to fix the Directors’ remuneration. | 565,045,200 (100 %) | 0 (0 %) |
| 3. | To re-appoint Elite Partners CPA Limited as auditors to the Company and to authorize the Board to fix their remuneration. | 565,045,200 (100 %) | 0 (0 %) |
| 4. | To give a general mandate to the directors to issue and allot shares not exceeding 20% of the total number of Shares in issue at the date of this resolution. | 555,394,000 (98.29 %) | 9,651,200 (1.71 %) |
| 5. | To give a general mandate to the directors to repurchase shares not exceeding 10% of the total number of Shares in issue as at the date of this resolution. | 565,045,200 (100 %) | 0 (0 %) |
| 6. | To increase the maximum nominal amount of share capital which the directors are authorised to allot, issue and deal with pursuant to the general mandate as mentioned in Resolution 4 by the total | 555,715,900 (98.35 %) | 9,329,300 (1.65 %) |

| | | | |
|----|--|------------------------|----------------|
| | number of Shares repurchased pursuant to the general mandate as mentioned in Resolution 5. | | |
| | SPECIAL RESOLUTION | FOR | AGAINST |
| 7. | To adopt the amended and restated memorandum and articles of association, and to authorise any one director to do all things necessary to implement such adoption. | 565,045,200 (100 %) | 0 (0 %) |

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 6 above, all these resolutions have been duly passed as ordinary resolutions.

As not less than 75% of the votes were cast in favour of resolution no.7 above, this resolution has been duly passed as a special resolution.

SCRUTINY OF VOTE-COUNTING

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, was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

By Order of the Board
Tianyun International Holdings Limited
Yang Ziyuan
Chairman and Executive Director

Hong Kong, 1 December 2022

As at the date of this announcement, the Board of the Company comprises (i) Mr. Yang Ziyuan (Chairman), Mr. Yeung Wan Yiu (Vice Chairman), Mr. Sun Xing Yu, and Ms. Lv Chunxia as the executive Directors; (ii) Ms. Chu Yinghong and Mr. Wong Yim Pan as non-executive Directors; and (iii) Mr. Liang Zhongkang, Mr. Shiu Shu Ming, and Prof. Ye Xing Qian as independent non-executive Directors.