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NANYANG HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 212)

SPECIAL GENERAL MEETING HELD ON 2 DECEMBER 2022 POLL RESULTS

The Board is pleased to announce that the ordinary resolution as set out in the notice of the SGM were duly passed by the Independent Shareholders by way of poll at the SGM held on 2 December 2022.

References are made to the circular of the Company dated 15 November 2022 (the “**Circular**”), the Notice of the Special General Meeting (the “**SGM**”) issued by the Company on 15 November 2022 and the announcement of the Company dated 25 October 2022. Unless otherwise defined herein, terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the ordinary resolution (the “**Ordinary Resolution**”) as set out in the Notice of the SGM dated 15 November 2022 was duly passed by the Independent Shareholders by way of poll at the SGM held on 2 December 2022. The poll results in respect of the Ordinary Resolution was as follow:

| Ordinary Resolution | | Number of votes (%) | |
|---|--|----------------------------|---------------------------|
| | | For | Against |
| 1. | To approve the Company to subscribe for up to 13,016,904 new shares representing approximately 0.27% of the issued share capital of The Shanghai Commercial & Savings Bank, Ltd. (“ SCSB ”) as enlarged by the SCSB Share Offer, being the Company’s full entitlement under the SCSB Share Offer as set out in the Notice; and to authorize the board of directors of the Company at its discretion to exercise all the powers of the Company to subscribe for up to 13,016,904 new shares in SCSB under the Proposed Subscription. | 2,421,989 (62.204681%) | 1,471,591 (37.795319%) |
| As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | |

Notes:

1. As at the date of the SGM, the Company's total number of issued Shares was 33,967,738.
2. As set out in the Circular, Mr. Lincoln C. K. Yung, Mr. John Con-sing Yung and their respective associates were required to abstain, and had abstained, from voting in respect of the Ordinary Resolution at the SGM. As at the date of the SGM, Mr. Lincoln C. K. Yung, Mr. John Con-sing Yung and their respective associates were, in aggregate, interested in 18,592,444 Shares, representing approximately 54.74% of all Shares in issue.
3. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution at the SGM was 15,375,294 Shares. Save as disclosed above, there were no Shares entitling the Independent Shareholders to attend and abstain from voting in favour of the Ordinary Resolution at the SGM as set out in Rule 13.40 of the Listing Rules and no Shareholder had stated his/her/its intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution proposed at the SGM.
4. All of the Directors attended the SGM in person.
5. Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote-taking at the SGM.

By order of the Board
LEE Sheung Yee
Company Secretary

Hong Kong, 2 December 2022

As at the date of this announcement, the Board comprises six Directors as follows:

Executive Directors:

Lincoln C. K. Yung, JP, FHKIB

(Managing Director)

Jennie Chen *(Financial Controller)*

Independent Non-Executive Directors:

Rudolf Bischof *(Chairman)*

Robert T. T. Sze

Wong Chi Kwong Patrick

Non-Executive Director:

John Con-sing Yung