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SHINSUN 祥生

Shinsun Holdings (Group) Co., Ltd.

祥生控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02599)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 FEBRUARY 2023

References are made to the circular of Shinsun Holdings (Group) Co., Ltd. (the “**Company**”) dated 2 February 2023 (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company dated 2 February 2023 (the “**EGM Notice**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

The Board is pleased to announce that the resolutions proposed at the EGM convened and held on 20 February 2023 were duly passed by the Independent Shareholders by way of poll.

As at the date of the EGM, the total number of issued Shares was 3,043,403,000 Shares. As disclosed in the Circular, the relevant interested Shareholder, namely, Shinlight, who held an aggregate of 2,376,000,000 Shares, representing approximately 78.07% of the issued share capital of the Company, was required to abstain and had abstained from voting on the ordinary resolutions in relation to each of the 2023 Agreements and the transactions contemplated thereunder (including the proposed annual caps) at the EGM. Save as disclosed above, there were no restrictions on any Shareholder casting votes on any of the proposed resolutions at the EGM. No other Shareholder had a material interest in any of the 2023 Agreements and was required to abstain from voting on any of the proposed resolutions at the EGM under the Listing Rules. There was no Share entitling the holder to attend and abstain from voting in favour of any of the proposed resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder had stated the intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the EGM. The Independent Shareholders, holding in aggregate 667,403,000 Shares, representing approximately 21.93% of the issued share capital of the Company, were entitled to attend and vote on the resolutions proposed at the EGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results of the respective resolutions proposed at the EGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	<p>THAT</p> <p>(a) the 2023 Construction Service Framework Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the two years ending 31 December 2024 for the transactions contemplated under the 2023 Construction Service Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one Director, or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/she/they in his/her/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Construction Service Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>	<p>84,255,000 (75.24%)</p>	<p>27,728,000 (24.76%)</p>

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	<p>THAT</p> <p>(a) the 2023 Landscape Engineering Service Framework Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the two years ending 31 December 2024 for the transactions contemplated under the 2023 Landscape Engineering Service Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one Director, or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/she/they in his/her/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Landscape Engineering Service Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>	<p>84,255,000 (75.24%)</p>	<p>27,728,000 (24.76%)</p>

Mr. Chen Hongni attended the EGM in person; Mr. Ding Jiangang, Mr. Ma Hongman and Mr. Hung Yuk Miu attended the EGM by electronic means; and Mr. Chen Guoxiang was unable to attend the EGM due to illness.

As more than 50% of votes were casted in favour of each of the above resolutions at the EGM, those resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board
Shinsun Holdings (Group) Co., Ltd.
Chen Guoxiang
Chairman

Hong Kong, 20 February 2023

As of the date of this announcement, the Board comprises Mr. Chen Guoxiang and Mr. Chen Hongni as executive Directors; and Mr. Ding Jiangang, Mr. Ma Hongman and Mr. Hung Yuk Miu as independent non-executive Directors.