

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



常茂生物化學工程股份有限公司

**Changmao Biochemical Engineering Company Limited\***  
(a joint stock limited company incorporated in the People's Republic of China)  
(Stock Code: 954)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING,  
THE CLASS MEETING OF HOLDERS OF DOMESTIC SHARES  
AND FOREIGN SHARES AND  
THE CLASS MEETING OF HOLDERS OF H SHARES  
HELD ON 5 MAY 2023**

Reference is made to the circular (the “**Circular**”) issued by the Company on 18 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as defined in the Circular.

The EGM, the class meeting of holders of Domestic Shares and Foreign Shares and the class meeting of holders of H Shares ( the “**Meetings**”) was held at 9:30 a.m., 10:00 a.m. (or as soon as the EGM to be convened on the same date and at the same place at 9:30 a.m. shall conclude or adjourn), and 10:30 a.m. (or as soon as the class meeting of holders of Domestic Shares and Foreign Shares to be convened on the same date and at the same place at 10:00 a.m. shall conclude or adjourn) respectively, on Friday, 5 May 2023 at Capital Conference Services Limited, Suite 3318, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong. All Directors attended the Meetings in person or by electronic means.

A poll was demanded by the chairman of the Meetings for voting on all proposed resolutions.

**I. POLL RESULTS OF THE EGM**

As at the date of the EGM, the total number of the Shares in issue was 529,700,000. The actual number of the Shares attending the EGM either in person or by proxy was 516,899,590.

*\*For identification purpose only*

No Shareholder was required under the Listing Rules to abstain from voting in respect of the resolutions at the EGM. There was a total of 529,700,000 Shares entitling the Shareholders to attend and vote on the resolutions at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder has stated that his/her/its intention to vote against or to abstain from voting on any of the resolutions at the EGM.

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

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
1. To consider and approve the proposal on the plan for application for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange:			
1.1. Types of shares to be issued	339,888,290 (100%)	Nil (0%)	339,888,290
1.2. Par value of shares to be issued	339,888,290 (100%)	Nil (0%)	339,888,290
1.3. Pricing method	339,888,290 (100%)	Nil (0%)	339,888,290
1.4. Offering method	339,888,290 (100%)	Nil (0%)	339,888,290
1.5. Offer size	339,888,290 (100%)	Nil (0%)	339,888,290
1.6. Target subscribers	339,888,290 (100%)	Nil (0%)	339,888,290
1.7. Underwriting method	339,888,290 (100%)	Nil (0%)	339,888,290
1.8. Listing Venue	339,888,290 (100%)	Nil (0%)	339,888,290
1.9. Time of Offering	339,888,290 (100%)	Nil (0%)	339,888,290
1.10. Offering expenses	339,888,290 (100%)	Nil (0%)	339,888,290
1.11. Conversion to a joint stock limited company with shares offered and listed both domestically and overseas	339,888,290 (100%)	Nil (0%)	339,888,290
1.12. Validity of resolution	339,888,290 (100%)	Nil (0%)	339,888,290

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
2. To consider and approve the proposal on the authorisation to the board of directors of the Company and its authorised person(s) to deal with matters related to the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
3. To consider and approve the proposal on the projects to be financed by the proceeds of the initial public offering of ordinary shares denominated in RMB (A shares) of the Company and their feasibility	339,888,290 (100%)	Nil (0%)	339,888,290
4. To consider and approve the proposal on the plan for stabilisation of the price of A shares for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
5. To consider and approve the proposal on the profit distribution policy and shareholder dividend plan for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
6. To consider and approve the proposal on the remedial measures regarding the dilution of immediate returns due to initial public offering of ordinary shares denominated in RMB (A shares)	339,888,290 (100%)	Nil (0%)	339,888,290
7. To consider and approve the proposal on the relevant undertakings and restrictive measures for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
8. To consider and approve the proposal on the undertaking of the directors, senior management and the controlling shareholders and actual controllers of the Company for the earnest performance of the remedial measures regarding the dilution of immediate returns due to initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
9. To consider and approve the proposal on the arrangement with regard to the retained profits rolled forward prior to the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
10. To consider and approve the proposal on amendments to the articles of association of the Company and proposed adoption of the articles of association of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
11. To consider and approve the proposal on adoption of the rules of procedure for the general meeting of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
12. To consider and approve the proposal on adoption of the rules of procedure for the board of directors of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
13. To consider and approve the proposal on adoption to the rules of procedure for the supervisory committee of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290

*Note: The percentages of votes are based on the total number of Shares held by the Shareholders who voted at the EGM in person or proxy.*

As more than two-thirds of the votes were cast in favour of each of the above special resolutions, the above resolutions were duly passed as special resolutions.

Ordinary Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
14. To consider and approve the proposal on the formulation of the management policy for proceeds raised applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
15. To consider and approve the proposal on formulation of the management policy for related party transactions of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
16. To consider and approve the proposal on formulation of the management policy for external investments of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290
17. To consider and approve the proposal on formulation of the management policy for external guarantees of the Company applicable after the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	339,888,290 (100%)	Nil (0%)	339,888,290

*Note: The percentages of votes are based on the total number of Shares held by the Shareholders who voted at the EGM in person or proxy.*

As more than half of the votes were cast in favour of each of the above ordinary resolutions, the above resolutions were duly passed as ordinary resolutions.

## II. POLL RESULTS OF THE CLASS MEETING OF HOLDERS OF DOMESTIC SHARES AND FOREIGN SHARES

As at the date of the class meeting of holders of Domestic Shares and Foreign Shares, the total number of the Domestic Shares and Foreign Shares in issue was 346,000,000. The actual number of the Shares attending the class meeting of holders of Domestic Shares and Foreign Shares either in person or by proxy was 333,500,000.

No Shareholder was required under the Listing Rules to abstain from voting in respect of the resolutions at the class meeting of holders of Domestic Shares and Foreign Shares. There was a total of 346,000,000 Shares entitling the Shareholders to attend and vote on the resolutions at the class meeting of holders of Domestic Shares and Foreign Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the class meeting of holders of Domestic Shares and Foreign Shares as set out in Rule 13.40 of the Listing Rules. No Shareholder has stated that his/her/its intention to vote against or to abstain from voting on any of the resolutions at the class meeting of holders of Domestic Shares and Foreign Shares.

The poll results in respect of the resolutions proposed at the class meeting of holders of Domestic Shares and Foreign Shares are as follows:

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
1. To consider and approve the proposal on the plan for application for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange:			
1.1. Types of shares to be issued	333,500,000 (100%)	Nil (0%)	333,500,000
1.2. Par value of shares to be issued	333,500,000 (100%)	Nil (0%)	333,500,000
1.3. Pricing method	333,500,000 (100%)	Nil (0%)	333,500,000
1.4. Offering method	333,500,000 (100%)	Nil (0%)	333,500,000
1.5. Offer size	333,500,000 (100%)	Nil (0%)	333,500,000
1.6. Target subscribers	333,500,000 (100%)	Nil (0%)	333,500,000
1.7. Underwriting method	333,500,000 (100%)	Nil (0%)	333,500,000
1.8. Listing Venue	333,500,000 (100%)	Nil (0%)	333,500,000

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
1.9. Time of Offering	333,500,000 (100%)	Nil (0%)	333,500,000
1.10. Offering expenses	333,500,000 (100%)	Nil (0%)	333,500,000
1.11. Conversion to a joint stock limited company with shares offered and listed both domestically and overseas	333,500,000 (100%)	Nil (0%)	333,500,000
1.12. Validity of resolution	333,500,000 (100%)	Nil (0%)	333,500,000
2. To consider and approve the proposal on the authorisation to the board of directors of the Company and its authorised person(s) to deal with matters related to the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000
3. To consider and approve the proposal on the projects to be financed by the proceeds of the initial public offering of ordinary shares denominated in RMB (A shares) of the Company and their feasibility	333,500,000 (100%)	Nil (0%)	333,500,000
4. To consider and approve the proposal on the plan for stabilisation of the price of A shares for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000
5. To consider and approve the proposal on the profit distribution policy and shareholder dividend plan for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000
6. To consider and approve the proposal on the remedial measures regarding the dilution of immediate returns due to initial public offering of ordinary shares denominated in RMB (A shares)	333,500,000 (100%)	Nil (0%)	333,500,000
7. To consider and approve the proposal on the relevant undertakings and restrictive measures for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
8. To consider and approve the proposal on the undertaking of the directors, senior management and the controlling shareholders and actual controllers of the Company for the earnest performance of the remedial measures regarding the dilution of immediate returns due to initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000
9. To consider and approve the proposal on the arrangement with regard to the retained profits rolled forward prior to the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	333,500,000 (100%)	Nil (0%)	333,500,000

*Note: The percentages of votes are based on the total number of Domestic Shares and Foreign Shares held by the Shareholders who voted at the class meeting of holders of Domestic Shares and Foreign Shares in person or proxy.*

As more than two-thirds of the votes were cast in favour of each of the above special resolutions, the above resolutions were duly passed as special resolutions.



### III. POLL RESULTS OF THE CLASS MEETING OF HOLDERS OF H SHARES

As at the date of the class meeting of holders of H Shares, the total number of the H Shares in issue was 183,700,000. The actual number of the Shares attending the class meeting of holders of H Shares either in person or by proxy was 183,403,300.

No Shareholder was required under the Listing Rules to abstain from voting in respect of the resolutions at the class meeting of holders of H Shares. There was a total of 183,700,000 Shares entitling the Shareholders to attend and vote on the resolutions at the class meeting of holders of H Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the class meeting of holders of H Shares as set out in Rule 13.40 of the Listing Rules. No Shareholder has stated that his/her/its intention to vote against or to abstain from voting on any of the resolutions at the class meeting of holders of H Shares.

The poll results in respect of the resolutions proposed at the class meeting of holders of H Shares are as follows:

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
1. To consider and approve the proposal on the plan for application for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange:			
1.1. Types of shares to be issued	3,772,000 (100%)	Nil (0%)	3,772,000
1.2. Par value of shares to be issued	3,772,000 (100%)	Nil (0%)	3,772,000
1.3. Pricing method	3,772,000 (100%)	Nil (0%)	3,772,000
1.4. Offering method	3,772,000 (100%)	Nil (0%)	3,772,000
1.5. Offer size	3,772,000 (100%)	Nil (0%)	3,772,000
1.6. Target subscribers	3,772,000 (100%)	Nil (0%)	3,772,000
1.7. Underwriting method	3,772,000 (100%)	Nil (0%)	3,772,000
1.8. Listing Venue	3,772,000 (100%)	Nil (0%)	3,772,000
1.9. Time of Offering	3,772,000 (100%)	Nil (0%)	3,772,000

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
1.10. Offering expenses	3,772,000 (100%)	Nil (0%)	3,772,000
1.11. Conversion to a joint stock limited company with shares offered and listed both domestically and overseas	3,772,000 (100%)	Nil (0%)	3,772,000
1.12. Validity of resolution	3,772,000 (100%)	Nil (0%)	3,772,000
2. To consider and approve the proposal on the authorisation to the board of directors of the Company and its authorised person(s) to deal with matters related to the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000
3. To consider and approve the proposal on the projects to be financed by the proceeds of the initial public offering of ordinary shares denominated in RMB (A shares) of the Company and their feasibility	3,772,000 (100%)	Nil (0%)	3,772,000
4. To consider and approve the proposal on the plan for stabilisation of the price of A shares for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000
5. To consider and approve the proposal on the profit distribution policy and shareholder dividend plan for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000
6. To consider and approve the proposal on the remedial measures regarding the dilution of immediate returns due to initial public offering of ordinary shares denominated in RMB (A shares)	3,772,000 (100%)	Nil (0%)	3,772,000
7. To consider and approve the proposal on the relevant undertakings and restrictive measures for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000

Special Resolutions	Number of votes (%)		Total number of vote cast
	For	Against	
8. To consider and approve the proposal on the undertaking of the directors, senior management and the controlling shareholders and actual controllers of the Company for the earnest performance of the remedial measures regarding the dilution of immediate returns due to initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000
9. To consider and approve the proposal on the arrangement with regard to the retained profits rolled forward prior to the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange	3,772,000 (100%)	Nil (0%)	3,772,000

*Note: The percentages of votes are based on the total number of H Shares held by the Shareholders who voted at the class meeting of holders of H Shares in person or proxy.*

As more than two-thirds of the votes were cast in favour of each of the above special resolutions, the above resolutions were duly passed as special resolutions.

The Company will seek for the Shareholders' approval at general meeting and separate class meetings again for Resolutions Nos. 1 and 2 of the Meetings if the Company fails to complete the Proposed A Share Offering within 12 months from the date of the Meetings.

## **SCRUTINEER**

The poll results of the Meetings were scrutinised by Cheng & Cheng Limited, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll results summary to voting papers collected and provided by the Company. The work performed by Cheng & Cheng Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board

**Changmao Biochemical Engineering Company Limited\***  
**Rui Xin Sheng**  
*Chairman*

Hong Kong, 5 May 2023

*\*For identification purpose*

*As at the date hereof, Mr. Rui Xin Sheng (Chairman) and Mr. Pan Chun are the executive Directors, Mr. Zeng Xian Biao, Mr. Yu Xiao Ping, Mr. Wang Jian Ping and Ms. Leng Yi Xin are the non-executive Directors, Mr. Zhou Zhi Wei, Mr. Shu Rong Xin and Ms. Cheng Mun Wah are the independent non-executive Directors.*