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上海先鋒控股有限公司 Shanghai Pioneer Holding Ltd

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01345)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 MAY 2023

At the annual general meeting (the “AGM”) of Shanghai Pioneer Holding Ltd (the “Company”) held on 19 May 2023, voting on all the proposed resolutions as set out in the notice of the AGM dated 19 April 2023 was taken by poll.

As at the date of the AGM, the total number of issued shares of the Company was 1,257,447,000 shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no restrictions on any shareholders of the Company casting votes on any of the proposed resolutions at the AGM. There are not any shareholders that have stated their intention in the circular of the Company dated 19 April 2023 to vote against or to abstain from voting on any resolutions at the AGM.

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

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To review and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2022.	852,529,214 99.99%	118,452 0.01%
2.	To re-elect Mr. Yang Yuewen as an executive director of the Company.	852,600,312 99.99%	47,354 0.01%

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3.	To re-elect Mr. Wong Chi Hung, Stanley as an independent non-executive director of the Company.	852,420,666 99.97%	227,000 0.03%
4.	To re-elect Ms. Hu Mingfei as a non-executive director of the Company.	852,275,666 99.96%	372,000 0.04%
5.	To re-elect Mr. Lai Chanshu as an independent non-executive director of the Company.	852,600,312 99.99%	47,354 0.01%
6.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	852,647,666 100.00%	0 0.00%
7.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix its remuneration.	852,600,312 99.99%	47,354 0.01%
8.	To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company as at the date of this resolution.	843,395,000 98.91%	9,252,666 1.09%
9.	To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company as at the date of this resolution.	852,647,666 100.00%	0 0.00%
10.	To extend the mandate given to the directors of the Company pursuant to ordinary resolution no. 8 to issue shares by adding the number of shares repurchased under ordinary resolution no. 9.	843,395,000 98.91%	9,252,666 1.09%
11.	To declare a final dividend.	852,647,666 100.00%	0 0.00%

SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
12.	To approve the amended and restated Memorandum and Articles of Association (as defined in the circular of the Company dated 19 April 2023) be adopted as the New Memorandum and Articles of Association in substitution for and to the exclusion of the existing Memorandum and Articles of Association with immediate effect and authorise any one director or company secretary of the Company to do all things necessary to implement the adoption of the New Memorandum and Articles of Association.	843,395,000 98.91%	9,252,666 1.09%

As more than 50% of votes were cast in favour of the abovementioned ordinary resolutions no. 1 to 11 and more than 75% of votes were cast in favour of the special resolution no. 12, all of the above resolutions were approved by the shareholders of the Company.

The executive directors, Mr. LI Xinzhou and Mr. YANG Yuewen, attended the AGM.

By Order of the Board
Shanghai Pioneer Holding Ltd
LI Xinzhou
Chairman

Shanghai, 19 May 2023

As at the date of this announcement, the directors are Mr. LI Xinzhou, Mr. XIAO Guoguang and Mr. YANG Yuewen as executive directors, Ms. HU Mingfei as non-executive director and Mr. ZHANG Hong, Mr. LAI Chanshu and Mr. WONG Chi Hung, Stanley as independent non-executive directors.