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Cosmo Lady (China) Holdings Company Limited

都市麗人(中國)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2298)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 2 JUNE 2023 AND RETIREMENT OF DIRECTOR

The Board is pleased to announce that all the proposed ordinary resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM.

At the annual general meeting of Cosmo Lady (China) Holdings Company Limited (the “**Company**”) held on 2 June 2023 (the “**AGM**”), all the proposed ordinary resolutions as set out in the notice of AGM dated 28 April 2023 (the “**Notice of AGM**”) were voted on by poll. The board of directors of the Company (the “**Board**”) is pleased to announce that all the proposed resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 2,249,457,213, which was the total number of shares entitling the holders to attend and vote on each resolution at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM. No Shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to abstain from voting at the AGM. No Shareholders state their intention in the circular to vote against or to abstain from voting on all the resolutions proposed at the AGM.

All Directors of the Company, namely, Mr. Zheng Yaonan, Mr. Zhang Shengfeng, Ms. Wu Xiaoli, Mr. Lin Zonghong, Mr. Wen Baoma, Ms. Kong Xiangying, Mr. Yau Chi Ming, Dr. Dai Yiyi, Mr. Chen Zhigang and Dr. Lu Hong Te attended the AGM either in person or by electronic means.

Computershare Hong Kong Investor Services Limited, the Company’s share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purposes of vote-taking.

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

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 together with the reports of the directors and the auditor of the Company	1,252,566,313 (100.000%)	1,000 (0.000%)
2.	To re-elect the following retiring directors of the Company:		
	(i) Mr. Zheng Yaonan	1,252,566,313 (100.000%)	1,000 (0.000%)
	(ii) Mr. Lin Zonghong	1,252,566,313 (100.000%)	1,000 (0.000%)
	(iii) Mr. Chen Zhigang	1,093,973,313 (87.338%)	158,594,000 (12.662%)
	(iv) Ms. Kong Xiangying	1,252,566,313 (100.000%)	1,000 (0.000%)
3.	To authorize the board of the directors of the Company to fix the remuneration of the directors of the Company	1,252,566,313 (100.000%)	1,000 (0.000%)
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration	1,252,567,313 (100.000%)	1,000 (0.000%)
5.	To give a general mandate to the board of director of the Company to allot, issue and deal with new shares up to 20% of the aggregate nominal amount of the share capital of the Company in issue on the date of the AGM	1,252,495,313 (99.994%)	72,000 (0.006%)
6.	To give a general mandate to the board of director of the Company to buy back the shares up to 10% of the aggregate nominal amount of the share capital of the Company in issue on the date of the AGM	1,252,568,313 (100.000%)	0 (0.000%)
7.	Conditional upon the passing of resolutions numbered 5 and 6 set out in the notice convening the AGM, to extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company pursuant to resolution numbered 5 by an amount up to the amount of the shares bought back by the Company pursuant to resolution numbered 6	1,093,902,313 (87.333%)	158,665,000 (12.667%)
8.	To approve the adoption of the new share option scheme of the Company and the termination of the existing share option scheme of the Company	1,252,495,313 (99.994%)	72,000 (0.006%)
9.	To approve the proposed amendments to the share award scheme of the Company	1,252,495,303 (99.994%)	71,000 (0.006%)
10.	To approve the issue of shares to service provider sublimit, in respect of all share options or share awards to be granted to service providers under the share award scheme, the new share option scheme or all other share option schemes or share award schemes of the Company	1,252,495,313 (99.994%)	72,000 (0.006%)

As more than the 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions of the Company.

RETIREMENT OF DIRECTOR

The Board announces that with effect from the conclusion of the AGM, Mr. Wen Baoma retired from office as a non-executive director of the Company at the AGM and did not offer himself for re-election as he intended to devote more time to his other personal commitments.

Mr. Wen Baoma has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange of Hong Kong Limited in relation to his retirement.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wen Baoma for his valuable contributions to the Company during his tenure of office.

By Order of the Board
Cosmo Lady (China) Holdings Company Limited
Zheng Yaonan
Chairman

Hong Kong, 2 June 2023

As at the date of this announcement, the Board comprises Mr. Zheng Yaonan, Mr. Zhang Shengfeng and Ms. Wu Xiaoli as executive Directors; Mr. Lin Zonghong and Ms. Kong Xiangying as non-executive Directors; and Mr. Yau Chi Ming, Dr. Dai Yiyi, Mr. Chen Zhigang and Dr. Lu Hong Te as independent non-executive Directors.