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Yuanda China Holdings Limited

遠大中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2789)

POLL RESULTS FOR ANNUAL GENERAL MEETING HELD ON 6 JUNE 2023 AND RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

All the proposed resolutions as set out in the AGM Notice, except for the resolution no. 6, were duly passed by the Shareholders by way of poll at the AGM.

References are made to the notice of annual general meeting (the “**AGM Notice**”) and the circular of Yuanda China Holdings Limited (the “**Company**”) dated 28 April 2023 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of the Company is pleased to announce the poll results in respect of all the proposed resolutions as set out in the AGM Notice and proposed at the annual general meeting (the “**AGM**”) of the Company held on 6 June 2023 are as follows:

Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
ORDINARY RESOLUTIONS				
1	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company for the year ended 31 December 2022.	3,886,409,768 (100.0000%)	0 (0.0000%)	3,886,409,768
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
2	To re-elect Mr. Wang Hao as executive Director.	3,884,665,768 (99.9551%)	1,744,000 (0.0449%)	3,886,409,768
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
3	To re-elect Mr. Zhang Lei as executive Director.	3,884,665,768 (99.9551%)	1,744,000 (0.0449%)	3,886,409,768
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
4	To re-elect Mr. Poon Chiu Kwok (who has served the Company more than nine years) as independent non-executive Director.	3,880,199,768 (99.8402%)	6,210,000 (0.1598%)	3,886,409,768
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
5	To re-elect Mr. Woo Kar Tung, Raymond (who has served more than nine years) as independent non-executive Director.	3,884,665,768 (99.9551%)	1,744,000 (0.0449%)	3,886,409,768
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
6	To re-elect Mr. Pang Chung Fai, Benny (who has served the Company more than nine years) as independent non-executive Director.	9,266,000 (0.2384%)	3,877,143,768 (99.7616%)	3,886,409,768
As more than 50% of the votes were cast against the resolution, the resolution was not passed as an ordinary resolution.				

	Resolutions	Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
7	To re-elect Ms. Yang Qianwen as independent non-executive Director.	3,886,409,768 (100.0000%)	0 (0.0000%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8	To authorise the board of Directors to fix the Directors' remuneration.	3,886,409,768 (100.0000%)	0 (0.0000%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
9	To re-appoint KPMG as auditors of the Company and authorise the board of Directors to fix their remuneration.	3,886,409,768 (100.0000%)	0 (0.0000%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
10	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing this resolution.	3,880,199,768 (99.8402%)	6,210,000 (0.1598%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
11	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of passing this resolution.	3,884,665,768 (99.9551%)	1,744,000 (0.0449%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
12	To extend the general mandate granted to the Directors by resolution No. 10 to issue additional shares of the Company, representing the amount of the shares of the Company bought back by the Company pursuant to the general mandate granted by resolution No. 11.	3,880,199,768 (99.8402%)	6,210,000 (0.1598%)	3,886,409,768
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
SPECIAL RESOLUTION				
13	To approve the proposed amendments to the existing articles of association of the Company and the adoption of the amended and restated articles of association of the Company.	3,880,199,768 (99.8402%)	6,210,000 (0.1598%)	3,886,409,768
As not less than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.				

As at the date of the AGM, the total number of shares of the Company in issue was 6,208,734,000 shares, which was the total number of shares entitling shareholders of the Company to attend and vote on all the resolutions at the AGM. No shareholder of the Company was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting on any of the resolutions at the AGM. No shareholders of the Company who was eligible to attend the AGM and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any resolutions at the AGM.

Link Market Services (Hong Kong) Pty Limited, the Company’s share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All the Directors have attended the AGM either in person or by electronic means.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

As the resolution no. 6, regarding the re-election of Mr. Pang Chung Fai, Benny (“**Mr. Pang**”) (who has served the Company more than nine years) as independent non-executive Director was not passed at the AGM, Mr. Pang retired as an independent non-executive Director with effect from the conclusion of the AGM. Following the retirement of Mr. Pang, he also ceased to be a member of the audit committee, remuneration committee and nomination committee of the Company with effect from the conclusion of the AGM. The Board is not aware of any disagreement with Mr. Pang or any matters relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board expresses its sincere gratitude to Mr. Pang for his contribution to the Company during the tenure of his service.

By order of the Board
Yuanda China Holdings Limited
Mr. Kang Baohua
Chairman

PRC, 6 June 2023

As at the date of this announcement, the executive directors of the Company are Mr. Kang Baohua, Mr. Zhao Zhongqiu, Mr. Ma Minghui, Mr. Wang Hao and Mr. Zhang Lei, and the independent non-executive directors of the Company are Mr. Poon Chiu Kwok, Mr. Woo Kar Tung, Raymond and Ms. Yang Qianwen.