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萬桐園

CHINA WAN TONG YUAN (HOLDINGS) LIMITED

中國萬桐園(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6966)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 JUNE 2023

The Board is pleased to announce that all ordinary resolutions and the special resolution set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on 23 June 2023.

Reference is made to the circular (the “**AGM Circular**”) of China Wan Tong Yuan (Holdings) Limited (the “**Company**”) dated 23 May 2023 and the notice (the “**AGM Notice**”) of annual general meeting of the Company (the “**AGM**”) dated 23 May 2023. Capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular unless otherwise defined herein.

As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Listing Rules. There was no Shareholder who was required to abstain from voting in respect of the resolutions under the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. No party has stated his/her/its intention in the AGM Circular to vote against the resolutions proposed at the AGM or to abstain.

The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the purpose of vote-taking at the AGM.

At the AGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Ordinary resolutions proposed at the AGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company for the year ended 31 December 2022	891,470,000 (100%)	0 (0%)	891,470,000
2.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and to authorize the board of Directors (the “ Board ”) to fix their remuneration	891,470,000 (100%)	0 (0%)	891,470,000
3.	(a) To re-elect Ms. Zhao Ying as non-executive Director	891,470,000 (100%)	0 (0%)	891,470,000
	(b) To re-elect Ms. Wang Wei as executive Director	891,470,000 (100%)	0 (0%)	891,470,000
	(c) To re-elect Dr. Wong Wing Kuen Albert as an independent non-executive Director	891,470,000 (100%)	0 (0%)	891,470,000
	(d) To authorise the Board to fix the remuneration of the Directors	891,470,000 (100%)	0 (0%)	891,470,000
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of the issued shares of the Company	891,470,000 (100%)	0 (0%)	891,470,000
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of the issued shares of the Company	891,470,000 (100%)	0 (0%)	891,470,000
6.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of the issued shares of the Company repurchased by the Company	891,470,000 (100%)	0 (0%)	891,470,000

Special Resolution proposed in AGM	Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
	For	Against	
7. (a) THAT the proposed amendments to the existing memorandum and articles of association of the Company (the “ Proposed Amendments ”) be; (b) THAT the existing memorandum of association and articles of association of the Company as amended by the Proposed Amendments (the “ Third Amended M&A ”), be approved and adopted in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with immediate effect; and (c) THAT any one Director or officer of the Company be and is hereby authorised to do all such acts and things and execute and deliver all relevant documents for and on behalf of the Company as he/she consider(s) necessary, desirable, appropriate or expedient for the purpose of, or in connection with, the implementation of and giving effect to the aforesaid paragraphs (a) and (b)”.	891,470,000 (100%)	0 (0%)	891,470,000

As more than 50% of the votes were cast in favour of each of the resolutions enumerated 1 to 6 above, all such resolutions were duly passed as ordinary resolutions of the Company. As at least 75% of the votes were cast in favour of the special resolution enumerated 7 above, such resolution was duly passed as a special resolution of the Company.

All directors of the Company attended the AGM in person or by electronic means.

By order of the Board
China Wan Tong Yuan (Holdings) Limited
Zhao Ying
Chairman

Hong Kong, 23 June 2023

As at the date of this announcement, the non-executive Director and the Chairman of the Company is Ms. Zhao Ying; the executive Directors of the Company are Ms. Li Xingying, Ms. Wang Wei and Mr. Huang Peikun, and the independent non-executive Directors of the Company are Mr. Cheung Ying Kwan, Dr. Wong Wing Kuen Albert and Mr. Choi Hon Keung Simon.