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宏华集团
HONGHUA GROUP

HONGHUA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 196)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 JUNE 2023

At the annual general meeting (the “AGM”) of Honghua Group Limited (the “Company”) held on 29 June 2023, all the proposed resolutions as set out in the notice of the AGM dated 30 May 2023 (the “Notice”) were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the Audited Consolidated Financial Statements and the Reports of the Directors and of the auditors of the Company (the “Auditors”) for the year ended 31 December 2022.	2,687,376,190 (99.900114%)	2,687,000 (0.099886%)
2.	(i) (a) To re-elect Mr. Chang Qing as Independent Non-executive Director.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
	(b) To re-elect Mr. Wei Bin as Independent Non-executive Director.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
	(c) To re-elect Ms. Su Mei as Independent Non-executive Director.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
	(d) To re-elect Mr. Chen Guoming as Independent Non-executive Director.	2,688,762,190 (99.951637%)	1,301,000 (0.048363%)
	(ii) To authorize the Board of Directors to fix Directors’ remuneration.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
3.	To re-appoint Deloitte Touche Tohmatsu as Auditors for the year ending 31 December 2023 and authorise the Board of Directors to fix their remuneration.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
4.	To give a general mandate to the Directors to buy back the Company’s shares not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of this resolution.	2,688,979,190 (99.959704%)	1,084,000 (0.040296%)
5.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of this resolution.	2,631,160,190 (97.810349%)	58,903,000 (2.189651%)

6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the number of the shares bought back by the Company.	2,631,160,190 (97.810349%)	58,903,000 (2.189651%)
Special Resolution		Number of Votes (%)	
		For	Against
7.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the new memorandum and articles of association of the Company.	2,630,943,190 (97.802282%)	59,120,000 (2.197718%)

Notes:

- (a) The description of the above resolutions is by way of summary only. Please refer to the Notice and the circular dated 30 May 2023 (the “**Circular**”) issued by the Company in connection with the AGM for the details and full text of the resolutions. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.
- (b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (c) As more than 75% votes were cast in favour of each of the resolution numbered 7, this resolution was duly passed as a special resolution.
- (d) As at the date of the AGM, the total number of shares of the Company in issue was 5,355,994,900 shares. The total number of shares of the Company entitling the holder to attend and vote on the resolutions numbered 1 to 7 at the AGM was 5,355,994,900 shares. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) None of the shareholders of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM or has stated their intention in the Company’s Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (f) The Company’s Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (g) Apart from Mr. Zhang Mi who was unable to attend the AGM due to other engagement, all other directors of the Company attended the AGM either in person or through electronic means of communication.

By Order of the Board
Wang Xu
Chairman

PRC, 29 June 2023

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Mr. Wang Xu

Mr. Zhu Hua

Non-executive Directors:

Mr. Zhang Mi

Mr. Yang Yong

Independent non-executive Directors:

Mr. Chen Guoming

Ms. Su Mei

Mr. Chang Qing

Mr. Wei Bin

Mr. Zhang Shiju