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**GLORY 国瑞**

**Glory Health Industry Limited**

**國瑞健康產業有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2329)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON JUNE 30, 2023  
AND RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

At the annual general meeting of Glory Health Industry Limited (the “**Company**”) held on June 30, 2023 (the “**AGM**”), voting on all the proposed resolutions at the AGM was taken by poll.

As at the date of the AGM, the total number of issued shares of the Company was 4,444,417,986 shares, which was the total number of shares entitling the holders to attend and vote for or against resolutions proposed at the AGM. There were no shareholders of the Company entitled to attend and abstain from voting in favour of any resolutions proposed 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**”) nor were any shareholders of the Company required under the Listing Rules to abstain from voting at the AGM. There were no restrictions on any shareholders to cast votes on any resolutions proposed at the AGM. Mr. Zhang Zhongsun, Mr. Sun Xiaodong and Mr. Liu Chengjiang, the Directors of the Company, attended 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 resolution proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended December 31, 2022	3,615,675,308 (99.933146%)	2,418,856 (0.066854%)
As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	(A) To approve, each as a separate resolution, the re-election of the following retiring Directors:		
	(a) To re-elect Mr. Zhang Zhangsun as an executive Director	3,617,357,164 (99.979630%)	737,000 (0.020370%)
As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(b) To re-elect Ms. Ruan Wenjuan as an executive Director	3,617,357,164 (99.979630%)	737,000 (0.020370%)
As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(c) To re-elect Mr. Luo Zhenbang as an independent non-executive Director (who has served for more than nine years as an independent non-executive Director)	–	–
As Mr. Luo Zhenbang indicated that he would not seek re-election, this resolution had been withdrawn (note).			
	(d) To re-elect Mr. Liu Chengjiang as an independent non-executive Director	3,618,094,164 (100.000000%)	0 (0.000000%)
As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
(B)	To authorize the board of Directors to fix the directors' remuneration	3,618,094,164 (100.000000%)	0 (0.000000%)
	As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3.	To re-appoint Moore Stephens CPA Limited as auditors of the Company and to authorize the board of Directors to fix their remuneration	3,618,094,164 (100.000000%)	0 (0.000000%)
	As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
4.	To grant a general mandate to the Directors to allot, issue and deal with the unissued shares of HK\$0.001 each in the share capital of the Company, the aggregate number of which shall not exceed 20% of the aggregate number of the issued shares of the Company as at the date of passing this resolution	3,595,803,164 (99.383902%)	22,291,000 (0.616098%)
	As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
5.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10% of the number of issued shares of the Company as at the date of passing this resolution	3,618,094,164 (100.000000%)	0 (0.000000%)
	As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
6.	To add the number of the shares in the Company purchased by the Company under resolution no. 5 above to the general mandate granted to the Directors under resolution no. 4 above	3,595,803,164 (99.383902%)	22,291,000 (0.616098%)
	As more than 50% of votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
7.	To approve the proposed amendments to the existing amended memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company	3,595,734,164 (99.381995%)	22,360,000 (0.618005%)
As not less than 75% of votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

*Note:* Please refer to the Company’s announcement dated June 23, 2023 in relation to the “Retirement of independent non-executive Director and withdrawal of ordinary resolution No. 2(A)(c) at the AGM” (the “**Announcement**”).

For details of the resolutions, Shareholders may refer to the AGM Notice and Circular.

#### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As disclosed in the Announcement, Mr. Luo Zhenbang (“**Mr. Luo**”) would not offer himself for re-election at the AGM due to the fact that he would devote more time to his personal work commitment. Accordingly, Mr. Luo would retire as an independent non-executive director of the Company at the conclusion of the AGM.

Mr. Luo has confirmed that there is no disagreement between him and the board of Directors and that there are no other matters in relation to his retirement that need to be brought to the attention of the shareholders of the Company.

#### **NON-COMPLIANCE WITH RULES 3.10(1) AND (2), 3.10A, 3.21, 3.25 AND 3.27A OF THE LISTING RULES**

Following the retirement of Mr. Luo, the Company failed to meet the following requirements that:

- (1) a listed issuer shall have at least three independent non-executive directors, and at least one of them shall possess appropriate professional qualifications or accounting or related financial management expertise pursuant to the requirement under the Rule 3.10(1) and (2) of the Listing Rules.
- (2) the number of independent non-executive directors of a listed issuer shall account for at least one-third of the Board members pursuant to the requirement under the Rule 3.10A of the Listing Rules.

- (3) the Audit Committee shall have at least three members, at least one of whom shall be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under the Rule 3.10(2) of the Listing Rules, and must be chaired by an independent non-executive director pursuant to the requirement under the Rule 3.21 of the Listing Rules.
- (4) the Remuneration Committee shall comprise a majority of independent non-executive directors pursuant to the requirement under the Rule 3.25 of the Listing Rules.
- (5) the Nomination Committee shall comprise a majority of independent non-executive directors pursuant to the requirement under the Rule 3.27A of the Listing Rules.

In view of the above, the Company will make its best endeavors to identify a suitable candidate to act as an independent non-executive Director, the chairman of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee to meet the requirements set out in Rules 3.10(1) and (2), 3.10A, 3.21, 3.25 and 3.27A of the Listing Rules as soon as practicable, and in any event within three months as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules, and will make further announcement as and when appropriate.

By Order of the Board  
**Glory Health Industry Limited**  
**Zhang Zhangsun**  
*Chairman*

Beijing, the PRC, June 30, 2023

*As at the date of this announcement, the Board of the Company comprises Mr. Zhang Zhangsun, Ms. Ruan Wenjuan, Ms. Dong Xueer, Mr. Hao Zhenhe and Mr. Sun Xiaodong as executive directors; and Mr. Lai Siming and Mr. Liu Chengjiang as independent non-executive directors.*