

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NVC International Holdings Limited
雷士國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2222)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL
MEETING HELD ON 21 AUGUST 2023**

At the extraordinary general meeting of NVC International Holdings Limited (the “**Company**”) held on 21 August 2023 (the “**EGM**”), the proposed resolution (the “**Resolution**”) as set out in the notice of the EGM (the “**EGM Notice**”) dated 4 August 2023 was taken by poll. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 4 August 2023 (the “**Circular**”).

The poll results in respect of the Resolution as an ordinary resolution at the EGM are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To consider and approve the resolution in relation to the Subscription Agreement, further details of which are set out in the circular of the Company dated 4 August 2023:	2,111,566,598 (73.93791%)	744,298,000 (26.06209%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
<p>“THAT</p> <p>(a) the subscription agreement (the “Subscription Agreement”) entered into between the Company and Canopy Capital Limited (the “Subscriber”) dated 9 July 2023 and the transaction contemplated thereunder be and are hereby approved, confirmed and ratified, the specific mandate granted to the Board to allot and issue the Subscription Shares by the Company to the Subscriber pursuant to the Subscription Agreement (the “Specific Mandate”) be and are hereby approved, and the Board be and is hereby authorised to allot and issue the Subscription Shares to the Subscriber pursuant to the Subscription Agreement; and</p> <p>(b) the Board be and is hereby authorised to do all such acts and things and sign all such documents and to take such steps as it considers necessary or expedient or desirable to give effect to the Subscription Agreement and the transaction contemplated thereunder, including the allotment and issue of the Subscription Shares under the Specific Mandate and to agree to such variation, amendment or waiver as are, in the opinion of the Board, in the interests of the Company.”</p>			

Notes:

- (a) The number and percentage of votes as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person, by authorised corporate representative or by proxy.
- (b) As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution.
- (c) As at the date of the EGM, the total number of Shares in issue was 4,227,280,649 Shares.
- (d) The total number of Shares entitling the holders to attend and vote on the Resolution at the EGM was 4,227,280,649 Shares.
- (e) There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolution at the EGM 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**”).
- (f) No Shareholder was required under the Listing Rules to abstain from voting on the Resolution at the EGM.
- (g) No parties have stated their intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.
- (h) The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.
- (i) Apart from Mr. WANG Donglei, Mr. WANG Keven Dun, and Mr. YE Yong, who were unable to attend the EGM due to other business engagements, all directors of the Company, namely Ms. CHAN Kim Yung, Eva, Mr. XIAO Yu, Ms. CAO Qin, Mr. LEE Kong Wai, Conway, Mr. WANG Xuexian and Mr. CHEN Hong attended the EGM in person or by electronic means.

By Order of the Board
NVC International Holdings Limited
WANG Donglei
Chairman

Hong Kong, 21 August 2023

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

Executive Directors:

WANG Donglei

CHAN Kim Yung, Eva

XIAO Yu

CAO Qin

WANG Keven Dun

Non-executive Director:

YE Yong

Independent Non-executive Directors:

LEE Kong Wai, Conway

WANG Xuexian

CHEN Hong