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SHIMAO GROUP HOLDINGS LIMITED

世茂集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 813)

VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 NOVEMBER 2023

At the Annual General Meeting (the “AGM”) of Shimao Group Holdings Limited (the “Company”) held on 23 November 2023, all the proposed resolutions as set out in the notice of the AGM were duly approved and passed by the shareholders of the Company (the “Shareholders”) by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements together with the reports of the directors and the auditor of the Company for the year ended 31 December 2021.	2,349,195,216 (99.23%)	18,348,204 (0.77%)
2	To receive and adopt the audited consolidated financial statements together with the reports of the directors and the auditor of the Company for the year ended 31 December 2022.	2,349,195,216 (99.23%)	18,348,204 (0.77%)
3.	(i) To re-elect Mr. Hui Wing Mau as an Executive Director of the Company.	2,367,461,393 (99.99%)	82,027 (0.01%)
	(ii) To re-elect Ms. Tang Fei as an Executive Director of the Company.	2,359,294,369 (99.65%)	8,249,051 (0.35%)
	(iii) To re-elect Mr. Xie Kun as an Executive Director of the Company.	2,357,374,965 (99.57%)	10,168,455 (0.43%)
	(iv) To re-elect Mr. Lu Yi as a Non-executive Director of the Company.	N/A ^{Note}	N/A ^{Note}
	(v) To re-elect Mr. Fung Tze Wa as an Independent Non-executive Director of the Company.	2,359,279,370 (99.65%)	8,264,050 (0.35%)
	(vi) To authorise the board of directors of the Company to fix the remuneration of directors of the Company.	2,367,542,893 (99.99%)	527 (0.01%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	2,367,543,943 (99.99%)	527 (0.01%)
5.	To grant a general mandate to the directors of the Company to issue shares in the Company.	2,349,214,041 (99.23%)	18,330,429 (0.77%)
6.	To grant a general mandate to the directors of the Company to buy back shares in the Company.	2,367,543,443 (99.99%)	1,027 (0.01%)
7.	To extend the general mandate granted to the directors of the Company to issue shares by adding the number of shares bought back.	2,349,354,541 (99.23%)	18,188,879 (0.77%)
As more than 50% of the votes were cast in favour of each of the above resolutions, each of such resolutions was duly passed as an ordinary resolution.			
Special Resolution		Number of Votes (%)	
		For	Against
8.	To approve and adopt the amended and restated memorandum and articles of association of the Company as set out in Appendix II to the circular of the Company dated 31 October 2023 in substitution for and to the exclusion of the existing memorandum and articles of association of the Company.	2,357,413,240 (99.57%)	10,130,180 (0.43%)
As more than 75% of the votes were cast in favour of the above resolution no. 8, such resolution was duly passed as a special resolution.			

Note:

As disclosed in the Company's announcement dated 15 November 2023, due to the resignation of Mr. Lu Yi as a Non-executive Director of the Company with effect from 15 November 2023, the ordinary resolution numbered 3(iv) was no longer applicable and therefore no vote was conducted or counted by the Company for this resolution.

As at the date of the AGM, the total number of issued shares of the Company entitling the holders to attend and vote for or against all the resolutions proposed at the AGM was 3,797,831,888 shares. There were no restrictions on any Shareholders to cast votes on any of the resolutions proposed at the AGM.

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

Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the AGM for the purposes of vote-taking.

By order of the Board
Shimao Group Holdings Limited
Lam Yee Mei, Katherine
Company Secretary

Hong Kong, 23 November 2023

As at the date of this announcement, the board of directors of the Company comprises four Executive Directors, namely, Mr. Hui Wing Mau (Chairman), Mr. Hui Sai Tan, Jason (Vice Chairman and President), Ms. Tang Fei and Mr. Xie Kun; one Non-executive Director, namely, Mr. Ye Mingjie; and three Independent Non-executive Directors, namely, Mr. Lyu Hong Bing, Mr. Lam Ching Kam and Mr. Fung Tze Wa.