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SHENGUAN HOLDINGS (GROUP) LIMITED

神冠控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00829)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 29 NOVEMBER 2023**

Reference is made to the notice of extraordinary general meeting (the “**EGM**”) dated 10 November 2023 (the “**EGM Notice**”) of Shenguan Holdings (Group) Limited (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the circular of the Company dated 10 November 2023 (the “**Circular**”).

POLL RESULTS OF THE EGM

The Board announces that, at the EGM held at iPro Financial Press Limited, Units 1203B, 1204–1205, 12/F, World-Wide House, 19 Des Voeux Road Central, Central, Hong Kong on 29 November 2023 at 10:00 a.m., poll voting was adopted for the resolutions as set out in the EGM Notice (the “**Resolutions**”).

The Board is pleased to announce that the Resolutions were duly passed by the Independent Shareholders by poll voting at the EGM. The poll results for the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1.	<p>“THAT</p> <p>(a) the entering into of the Junye Sale and Purchase Agreement and the Zhongbo Sale and Purchase Agreement, the Transactions and the corresponding Proposed Annual Caps contemplated thereunder, be and are hereby approved, ratified and confirmed; and</p> <p>(b) any one or more director(s) of the Company (the “Director”) be and are hereby authorised for and on behalf of the Company to, amongst other matters, sign, execute and deliver or to authorize the signing, execution and delivery of all such documents and deeds as such Director(s) may consider necessary, expedient or desirable to give effect to or otherwise in connection with the Junye Sale and Purchase Agreement and the Zhongbo Sale and Purchase Agreement, the Transactions and the corresponding Proposed Annual Caps contemplated thereunder.”</p>	723,822,690 (99.99%)	1,200 (0.01%)
2.	<p>“THAT</p> <p>(a) the entering into of the Zhiguan Framework Agreement, the Transactions and the corresponding Proposed Annual Caps contemplated thereunder, be and are hereby approved, ratified and confirmed; and</p> <p>(b) any one or more Director(s) of the Company be and are hereby authorised for and on behalf of the Company to, amongst other matters, sign, execute and deliver or to authorize the signing, execution and delivery of all such documents and deeds as such Director(s) may consider necessary, expedient or desirable to give effect to or otherwise in connection with the Zhiguan Framework Agreement, the Transactions and the corresponding Proposed Annual Caps contemplated thereunder.”</p>	723,822,690 (99.99%)	1,200 (0.01%)

Tricor Investor Services Limited, the branch share register of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the EGM.

The Company would like to report that seven Directors, including four executive Directors, (Mr. Ru Xiquan, Mr. Mo Yunxi, Mr. Sha Junqi and Mr. Li Chenglin), and three independent non-executive Directors (Mr. Tsui Yung Kwok, Mr. Meng Qinguo and Mr. Zhou Xiaoxiong) attended the EGM in person. Our non-executive Director Dato' Sri Low Jee Keong attended the EGM by electronic means. Ms. Zhou Yaxian, our executive Director was unable to attend the EGM due to other business commitments.

Notes:

- (a) The total number of Shares of the Company in issue as at the date of the EGM: 3,230,480,000 Shares of HK\$0.01 each.

Ms. Zhou, Mr. Sha Junqi and their respective associates (as defined and described in the Circular), who held 1,610,031,510 Shares, representing approximately 49.84% of the total number of Shares in issue of the Company as at the date of the EGM, were required to abstain and had abstained from voting on the Resolution No.1.

Equity Interest Holders and their respective associates (as defined and described in the Circular), who held 1,604,711,510 Shares, representing approximately 49.67% of the total number of Shares in issue of the Company as at the date of the EGM, were required to abstain and had abstained from voting on the Resolution No.2 .

Save as disclosed herein and to the best knowledge of the Board, no other Shareholder was required under the Listing Rules to abstain from voting at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution No.1 and Resolution No.2 at the EGM were 1,620,448,490 Shares and 1,625,768,490 Shares, respectively, representing approximately 50.16% and 50.33% of the total number of Shares in issue as at the date of the EGM, respectively.

- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the EGM: Nil.

By Order of the Board
Shenguan Holdings (Group) Limited
Zhou Yaxian
Chairman

Hong Kong, 29 November 2023

As at the date of this announcement, the executive Directors are Ms. Zhou Yaxian, Mr. Ru Xiquan, Mr. Mo Yunxi, Mr. Sha Junqi and Mr. Li Chenglin; the non-executive Director is Dato' Sri Low Jee Keong; and the independent non-executive Directors are Mr. Tsui Yung Kwok, Mr. Meng Qinguo and Mr. Zhou Xiaoxiong.