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La Chapelle

新疆拉夏貝爾服飾股份有限公司
Xinjiang La Chapelle Fashion Co., Ltd.
(IN REORGANISATION)

*(formerly known as “Shanghai La Chapelle Fashion Co., Ltd.
(上海拉夏貝爾服飾股份有限公司)”*

*(a joint stock company incorporated in the People’s Republic of China with limited liability)
(Stock code: 06116)*

VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2024

References are made to the notice (the “**Notice**”) and the circular of the Company (the “**Circular**”) of the 2023 annual general meeting (the “**AGM**”) of Xinjiang La Chapelle Fashion Co., Ltd. (the “**Company**”) dated 29 April 2024 and 10 May 2024 respectively. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice.

The AGM was held at 2:00 p.m. on Friday, 31 May 2024 with a combination of a physical meeting at the Conference Room, 3F, the Conference Center, Building 3 (Tower C), No. 50, Lane 2700, South Lianhua Road, Minhang District, Shanghai, the PRC and via a live webcast. The AGM was convened in accordance with the Company Law of the PRC and the Articles of Association.

The AGM was convened by the Board and chaired by Mr. Zhu Fengwei, the Director. Five out of the seven Directors attended the AGM, Ms. Wang Yan, Mr. Xing Jiangze, Ms. Chow Yue Hwa Jade and Ms. Yang Linyan, the Directors, attended the AGM via video conference while Mr. Zhao Jinwen, the chairman of the Company, and Ms. Zhang Ying, the Director, were unable to attend the AGM due to other business commitments, and the Directors’ attendance at the AGM was 71.43%. Two out of the three Supervisors attended the AGM, while Mr. Sun Bin, the Supervisor, was not able to attend the AGM due to other business commitments. Amongst others, Mr. Hu Zhiguo, the chief financial officer of the Company and the scrutineering attorneys also attended the AGM.

(I) VOTING RESULTS OF THE ANNUAL GENERAL MEETING

As at the date of the AGM, the total number of issued Shares was 547,671,642 Shares (comprising 214,789,800 H Shares and 332,881,842 Domestic Shares), all of which entitled the holders to attend and vote on the resolutions put forward at the AGM (the “**AGM Resolutions**”), except for the total of 3,573,200 Domestic Shares that have been repurchased which do not carry any voting rights.

No Shareholder was required to abstain from voting on any of the AGM Resolutions. No Shareholder who was entitled to attend the AGM had to abstain from voting in favour of any AGM Resolution at the AGM pursuant to Rule 13.40 of the Listing Rules. None of the Shareholders indicated his/her/its intention in the Circular to vote against or to abstain from voting on any of the AGM Resolutions at the AGM.

Shareholders holding an aggregate of 106,936,800 Shares with voting rights of the Company, representing approximately 19.65% of the total Shares with voting rights of the Company, attended the AGM either in person or by proxy. All AGM Resolutions were put to vote by way of poll.

Total number of Shareholders and proxies who attended the AGM	6
Of which: Number of Shareholders of Domestic Share(s) (the “ Domestic Shareholders ”)	5
Number of Shareholders of H Share(s) (the “ H Shareholders ”)	1
Total number of Shares carrying voting rights held by Shareholders	106,936,800
Of which: Total number of Shares held by Domestic Shareholders	106,851,800
Total number of Shares held by H Shareholders	85,000
Percentage of the total number of Shares carrying voting rights held by Shareholders (%)	19.65
Of which: Percentage of Shares held by Domestic Shareholders relative to the total number of Shares (%)	19.64
Percentage of Shares held by H Shareholders relative to the total number of Shares (%)	0.02

Note: there is a discrepancy in the mantissa between the sum of the total of the above proportions and the sum of the sub-item values, which are all due to rounding.

The poll results in respect of the AGM Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		CATEGORY OF SHAREHOLDERS	NO. OF SHARES VOTED		
			FOR	AGAINST	ABSTAIN
1	To consider and approve the report of the board of the Company for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)

ORDINARY RESOLUTIONS		CATEGORY OF SHAREHOLDERS	NO. OF SHARES VOTED		
			FOR	AGAINST	ABSTAIN
2	To consider and approve the report of the supervisory committee of the Company for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
3	To consider and approve the report on the Company's financial accounts for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
4	To consider and approve the annual report of the Company and its abstract for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
5	To consider and approve the proposal on the unrecovered losses amounting to one-third of the total paid-up share capital;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
6	To consider and approve the proposal on the determination of the remuneration of directors of the Company for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)

ORDINARY RESOLUTIONS		CATEGORY OF SHAREHOLDERS	NO. OF SHARES VOTED		
			FOR	AGAINST	ABSTAIN
7	To consider and approve the proposal on the determination of the remuneration of supervisors of the Company for the year 2023;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
8	To consider and approve the proposal on the Company's 2023 plan on non-distribution of profit;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
9	To consider and approve the proposal on the appointment of auditors for the year 2024;	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
SPECIAL RESOLUTION		CATEGORY OF SHAREHOLDERS	NO. OF SHARES VOTED		
			FOR	AGAINST	ABSTAIN
10	To consider and approve the proposal in relation to the proposed amendments of the Articles of Association, Rules of Procedures for General Meetings and Rules of Procedures for the Board Meetings.	Domestic Shareholders	106,850,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)
		H Shareholders	85,000 (100.0000%)	0 (0.0000%)	0 (0.0000%)
		Total	106,935,000 (99.9983%)	1,800 (0.0017%)	0 (0.0000%)

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 9, such resolutions were duly passed by the Shareholders. As more than two-thirds of the votes were cast in favour of the above special resolution number 10, such resolution was duly passed by the Shareholders.

SCRUTINISING VOTES AND WITNESSING BY LAWYERS

The Domestic Shareholders voted by way of online and on-site poll at the AGM, and the H Shareholders voted by way of on-site poll at the AGM. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar in Hong Kong, two Shareholder representatives, one Supervisor and two representatives from Grandall Law Firm (Shanghai) were appointed as scrutineers and were responsible for the counting of the votes at the AGM.

Mr. Cai Cheng and Ms. Tian Yue of Grandall Law Firm (Shanghai) witnessed the AGM, following which, Grandall Law Firm (Shanghai) issued a legal opinion certifying that the convening and procedures of the AGM were in compliance with the relevant PRC laws, regulations and administrative documents as well as the Articles of Association; the qualifications of the attendees and the chairman of each of the AGM were lawful and valid; the voting procedures for the AGM was in compliance with the relevant laws, regulations and administrative documents as well as the Articles of Association; and the poll results are lawful and valid.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, following the designation of the administrator of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on 7 February 2023, and will remain suspended until further notice. The Company will publish further announcement(s) to inform the shareholders and potential investors of any material developments in connection with the suspension of trading as and when appropriate.

By Order of the Board
Xinjiang La Chapelle Fashion Co., Ltd.
Mr. Zhao Jinwen
Chairman

Shanghai, the People's Republic of China
31 May 2024

As of the date of this announcement, the executive directors of the Company are Mr. Zhao Jinwen, Ms. Zhang Ying and Mr. Zhu Fengwei, the non-executive director of the Company is Ms. Wang Yan, the independent non-executive directors of the Company are Mr. Xing Jiangze, Ms. Chow Yue Hwa Jade and Ms. Yang Linyan.