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XINYI GLASS HOLDINGS LIMITED

信義玻璃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00868)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2024 AND CHANGES IN THE INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF THE BOARD COMMITTEES BECOMING EFFECTIVE

This announcement is issued by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Glass Holdings Limited (the “**Company**”). The Board refers to the circular (the “**Circular**”) of the Company dated 30 April 2024 and the resolutions set forth in the notice (the “**Notice**”) of the Annual General Meeting dated 30 April 2024. The Board also refers to the announcement (the “**Announcement**”) of the Company dated 26 April 2024 on the proposed changes in the independent non-executive Directors and members of the Board committees. Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as in the Circular and the Notice and the Announcement.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Annual General Meeting was duly convened and concluded on 31 May 2024. Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by show of hands. Accordingly, at the Annual General Meeting, poll voting for all the resolutions as set forth in the Notice were proceeded.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1	To receive and consider the audited financial statements and report of the directors (the “ Directors ”) of the Company and the auditors (the “ Auditors ”) of the Company for the financial year ended 31 December 2023.	2,590,180,947 (97.958812%)	53,972,123 (2.041188%)
2	To declare a final dividend of 37.0 HK cents per Share for the year ended 31 December 2023.	2,644,150,928 (99.999919%)	2,142 (0.000081%)
3(A)	(i). To re-elect Datuk Wira TUNG Ching Bor <i>D.C.S.M</i> as an executive Director.	2,425,065,123 (91.714249%)	219,087,947 (8.285751%)
	(ii). To re-elect Mr. SZE Nang Sze as a non-executive Director.	2,515,265,903 (95.125578%)	128,887,167 (4.874422%)
	(iii). To re-elect Dr. TRAN Chuen Wah, John as an independent non-executive Director.	2,589,497,179 (97.932953%)	54,655,891 (2.067047%)
3(B)	To authorise the board of Directors (the “ Board ”) to determine the remuneration of the Directors.	2,635,697,506 (99.680217%)	8,455,564 (0.319783%)
4	To re-appoint the Auditors and to authorise the Board to fix their remuneration.	2,554,991,838 (96.627985%)	89,161,232 (3.372015%)
5(A)	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	2,642,852,670 (99.950820%)	1,300,400 (0.049180%)
5(B)	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	2,037,611,898 (77.061042%)	606,541,172 (22.938958%)
5(C)	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased. <i>(Note)</i>	2,038,598,749 (77.098364%)	605,554,321 (22.901636%)
6	To consider and approve the appointment of The Hon. Starry LEE Wai-king, G.B.S., J.P. as an independent non-executive Director with effect from the conclusion of the Annual General Meeting.	2,613,816,257 (98.852683%)	30,336,813 (1.147317%)

Note: The full text of these resolutions appears in the Notice.

As more than 50% of the votes cast are in favour of each of the ordinary resolutions set forth in the Notice, such ordinary the resolutions have been duly approved by the Shareholders at the Annual General Meeting.

As of the date of the Annual General Meeting, the total number of Shares in issue was 4,224,536,272 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the Annual General Meeting as set forth in Rule 13.40 of the Listing Rules. There were also no Shareholder required to abstain from voting on all resolutions at the Annual General Meeting.

In addition, none of the Shareholders has indicated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Annual General Meeting. All Directors attended the Annual General Meeting in person or by electronic means except the executive director, Mr. LEE Shing Kan, due to his other business commitments.

CHANGES IN THE INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF THE BOARD COMMITTEES BECOMING EFFECTIVE

As disclosed in the Circular and the Announcement, upon the conclusion of the Annual General Meeting, Dr. YANG Siu Shun, J.P. (“**Dr. Yang**”) will retire as one of the independent non-executive Directors. Dr. Yang will also cease to be the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee of the Board. The Hon. Starry LEE Wai-king, G.B.S., J.P. (“**Ms. Lee**”) has been proposed to be appointed as an independent non-executive Director with effect from the conclusion of the Annual General Meeting. Such resolution proposed at the Annual General Meeting has been duly passed, and Ms. Lee has also acted as the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee of the Board with effect from the conclusion of the Annual General Meeting. As of the date of this announcement, Ms. Lee has confirmed to the Board that there is no change to her biographical information set forth in the Announcement and the Circular.

On behalf of the Board
XINYI GLASS HOLDINGS LIMITED
LAU Sik Yuen
Company Secretary

Hong Kong, 31 May 2024

As of the date of this announcement, Dr. LEE Yin Yee, S.B.S., Datuk Wira TUNG Ching Bor D.C.S.M, Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. and Mr. LEE Shing Kan are the executive Directors; Mr. LI Ching Wai, Mr. LI Ching Leung, Mr. SZE Nang Sze and Mr. NG Ngan Ho are the non-executive Directors; and Mr. LAM Kwong Siu, G.B.S., Mr. WONG Chat Chor Samuel, Dr. TRAN Chuen Wah, John and The Hon. Starry LEE Wai-king, G.B.S., J.P. are the independent non-executive Directors.

This announcement will be published on the website of the Stock Exchange at www.hkex.com.hk and on the website of the Company at www.xinyiglass.com.hk.