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杉杉品牌運營股份有限公司

Shanshan Brand Management Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1749)

(1) POLL RESULTS OF THE RESOLUTIONS PASSED AT THE 2024 ANNUAL GENERAL MEETING AND THE 2024 FIRST CLASS MEETINGS; (2) PAYMENT OF FINAL DIVIDEND; AND (3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the notice (the “**2024 AGM Notice**”) of 2024 annual general meeting (the “**2024 AGM**”), the notices of 2024 first H shareholders’ class meeting and 2024 first domestic shareholders’ class meeting (collectively, the “**2024 First Class Meetings**”) and the circular (the “**Circular**”) of Shanshan Brand Management Co., Ltd. (the “**Company**”) all dated 18 April 2024. Unless the context requires otherwise, terms used herein shall have the same respective meanings as those defined in the said documents.

The Board announces that the Company held the 2024 AGM and the 2024 First Class Meetings at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang Province, the PRC on Monday, 3 June 2024. All the proposed resolutions set out in the respective notices of the 2024 AGM and the 2024 First Class Meetings dated 18 April 2024 were duly passed by way of poll at the 2024 AGM and the 2024 First Class Meetings.

The 2024 AGM and the 2024 First Class Meetings were legally and validly convened in compliance with the laws and regulations of the PRC, including the Company Law of the PRC, and the requirements of the Articles of Association. Mr. Luo Yefei, the chairman of the Company, chaired the 2024 AGM and the 2024 First Class Meetings.

The Company’s H share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed and acted as the scrutineer for the vote-taking at the 2024 AGM and the 2024 First Class Meetings.

All Directors attended the 2024 AGM and the 2024 First Class Meetings in person or by electronic means.

I. POLL RESULTS OF THE 2024 AGM

As at the date of the 2024 AGM, there were 133,400,000 issued Shares, of which 100,000,000 Shares were Domestic Shares and 33,400,000 Shares were H Shares, being the total number of Shares entitling the Shareholders to attend and vote on all resolutions proposed at the 2024 AGM. The Shareholders in attendance either in person, by authorised representatives or by proxy at the 2024 AGM held a total of 97,386,000 Shares, representing approximately 73.003% of the total issued Shares as of the date of 2024 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour at the 2024 AGM as set out in Rule 13.40 of the Listing Rules.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the 2024 AGM. No person has indicated in the Circular containing the 2024 AGM Notice his/her/its intention to abstain from voting on or vote against any of the resolutions proposed at the 2024 AGM.

The poll results of the resolutions proposed at the 2024 AGM are as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the work report of the Board for the year ended 31 December 2023.	97,386,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the work report of the supervisory committee of the Company for the year ended 31 December 2023.	97,386,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the audited consolidated financial statements and report of the independent auditor of the Company for the year ended 31 December 2023.	97,386,000 (100%)	0 (0%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
4.	To consider and approve the profits distribution plan of the Company for the year 2023, being the proposed distribution of final dividend of RMB0.08 per Share (pre-tax) for 133,400,000 Shares for the year ended 31 December 2023, amounting to RMB10,672,000 (pre-tax) in aggregate.	97,386,000 (100%)	0 (0%)	0 (0%)
5.	To re-appoint BDO Limited and BDO China Shu Lun Pan Certified Public Accountants LLP as the international auditor and the domestic auditor of the Company for the year 2024, respectively, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to determine their remunerations for the year 2024.	97,386,000 (100%)	0 (0%)	0 (0%)
Special Resolutions				
6.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.*	97,386,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the authorisation of a general mandate to the Board to issue Shares.*	97,386,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the proposed amendments to the Articles of Association.	97,386,000 (100%)	0 (0%)	0 (0%)
Ordinary Resolution				
9.	To consider and approve the proposals (if any) put forward at the general meeting by Shareholder(s) holding 3% or more of the Shares carrying the right to vote thereat.	N/A	N/A	N/A

* *The full text of the proposed resolutions was set out in the 2024 AGM Notice as contained in the Circular.*

As the above resolutions numbered 1 to 5 were voted favourably by more than half of the votes attaching to the Shares entitled to vote and held by the Shareholders, present in person, by authorised representative or by proxy, at the 2024 AGM, these resolutions were duly passed as ordinary resolutions.

As the above resolutions numbered 6 to 8 were voted favourably by more than two-thirds of the votes attaching to the Shares entitled to vote and held by the Shareholders, present in person, by authorised representative or by proxy, at the 2024 AGM, these resolutions were duly passed as special resolutions.

II. POLL RESULTS OF THE 2024 FIRST H SHAREHOLDERS' CLASS MEETING

As at 3 June 2024, there were 33,400,000 issued H Shares entitling the H Shareholders to attend and vote on the resolution proposed at the 2024 First H Shareholders' Class Meeting. The H Shareholders in attendance either in person, by authorised representative or by proxy at the 2024 First H Shareholders' Class Meeting held a total of 2,000 H Shares, representing approximately 0.006% of the total issued H Shares as of the date of the 2024 First H Shareholders' Class Meeting. There were no H Shares entitling the H Shareholders to attend but abstain from voting in favour at the 2024 First H Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules. No H Shareholder was required under the Listing Rules to abstain from voting on the resolution proposed at the 2024 First H Shareholders' Class Meeting. No person has indicated in the Circular containing the 2024 First H Shareholders' Class Meeting Notice his/her/its intention to abstain from voting on or vote against the resolution proposed at the 2024 First H Shareholders' Class Meeting.

The poll results of the 2024 First H Shareholders' Class Meeting are as follows:

Special Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.*	2,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposed amendments to the Articles of Association.	2,000 (100%)	0 (0%)	0 (0%)

* The full text of the proposed resolution was set out in the notice of the 2024 First H Shareholders' Class Meeting.

As the above special resolutions numbered 1 and 2 were voted favourably by more than two-thirds of the votes attaching to the H Shares entitled to vote and held by the H Shareholders, present in person, by authorised representative or by proxy, at the 2024 First H Shareholders' Class Meeting, these resolutions were duly passed as special resolutions.

III. POLL RESULTS OF THE 2024 FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING

As at 3 June 2024, there were 100,000,000 issued Domestic Shares entitling the Domestic Shareholders to attend and vote on the resolution proposed at the 2024 First Domestic Shareholders' Class Meeting. The Domestic Shareholders in attendance either in person, by authorised representatives or by proxy at the 2024 First Domestic Shareholders' Class Meeting held a total of 97,332,000 Domestic Shares, representing 97.332% of the total issued Domestic Shares as of the date of the 2024 First Domestic Shareholders' Class Meeting. There were no Domestic Shares entitling the Domestic Shareholders to attend but abstain from voting in favour at the 2024 First Domestic Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules. No Domestic Shareholder was required under the Listing Rules to abstain from voting on the resolution proposed at the 2024 First Domestic Shareholders' Class Meeting. No person has indicated in the Circular containing the notice of 2024 First Domestic Shareholders' Class Meeting his/her/its intention to abstain from voting on or vote against the resolution proposed at the 2024 First Domestic Shareholders' Class Meeting.

The poll results of the 2024 First Domestic Shareholders' Class Meeting are as follows:

Special Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.*	97,332,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposed amendments to the Articles of Association.	97,332,000 (100%)	0 (0%)	0 (0%)

* *The full text of the proposed resolution was set out in the notice of the 2024 First Domestic Shareholders' Class Meeting.*

As the above special resolutions numbered 1 and 2 were voted favourably by more than two-thirds of the votes attaching to the Domestic Shares entitled to vote and held by the Domestic Shareholders, present in person, by authorised representative or by proxy, at the 2024 First Domestic Shareholders' Class Meeting, these resolutions were duly passed as special resolutions.

IV. PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that a resolution regarding the proposed final dividend of RMB0.08 per Share (pre-tax) in respect of the year ended 31 December 2023 was duly passed.

The exchange rate applied by the Company for the calculation of the amount of final dividend for H Shares payable to the H Shareholders in Hong Kong dollars is the average benchmark exchange rate of RMB to Hong Kong dollars for the five calendar days immediately prior to Monday, 3 June 2024 (i.e. the date of the 2024 AGM) as announced by The People's Bank of China, which is RMB1.00 = HK\$1.0988. Based on such an exchange rate, the final dividend payable for each H Share is HK\$0.0879.

Such final dividend is expected to be paid on or before Friday, 2 August 2024 to those Shareholders whose names appear on the register of members of the Company on Monday, 17 June 2024.

The Company will withhold the enterprise income tax as well as the individual income tax for H Shareholders on the cash dividend as required by law on the basis of the Company's register of members of H Shares on Monday, 17 June 2024. The detailed arrangement for the enterprise income tax withholding of non-resident enterprises and individual income tax withholding of individual H Shareholders has been set out in pages 84 and 85 of the Annual Report which had been published on the websites of the Stock Exchange and the Company on Thursday, 18 April 2024.

All investors are reminded to review the Annual Report carefully. Shareholders are recommended to consult their tax advisers regarding the PRC, Hong Kong and other tax implications arising from or in connection with their holding and disposal of the H Shares.

V. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The proposed amendments to the Articles of Association as set out in the Circular have been approved at the 2024 AGM and the 2024 First Class Meetings by way of a special resolution and has become effective on 3 June 2024. The full text of the revised Articles of Association will be published on the websites of the Stock Exchange and the Company in due course.

By Order of the Board
Shanshan Brand Management Co., Ltd.
Luo Yefei
Chairman

Ningbo, the PRC, 3 June 2024

As at the date of this announcement, the executive Directors are Mr. Luo Yefei (Chairman), Mr. Cao Yang (Vice Chairman), Ms. Yan Jingfen and Ms. Zhou Yumei; the non-executive Directors are Mr. Du Peng and Mr. Shen Jinxin; and the independent non-executive Directors are Mr. Chow Ching Ning, Mr. Wang Yashan and Mr. Wu Xuekai.

In case of any inconsistency between the English and Chinese versions, the English text of this announcement shall prevail over the Chinese text.