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NVC International Holdings Limited
雷士國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2222)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 14 JUNE 2024**

At the annual general meeting of NVC International Holdings Limited (the “**Company**”) held on 14 June 2024 (the “**AGM**”), the proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM (the “**AGM Notice**”) dated 25 April 2024 were taken by poll. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 25 April 2024 (the “**Circular**”).

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

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2023.	285,695,272 (79.419324%)	74,034,900 (20.580676%)
2.	To re-elect Mr. WANG Keven Dun as an executive director of the Company.	285,695,272 (79.419324%)	74,034,900 (20.580676%)
3.	To re-elect Mr. WANG Xuexian as an independent non-executive director of the Company.	285,583,272 (79.388190%)	74,146,900 (20.611810%)
4.	To re-elect Mr. CHEN Hong as an independent non-executive director of the Company.	285,583,272 (79.388190%)	74,146,900 (20.611810%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To authorize the board of directors of the Company to fix the respective directors' remuneration.	285,695,272 (79.419324%)	74,034,900 (20.580676%)
6.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorize the board of directors of the Company to fix its remuneration for the year ending 31 December 2024.	285,583,272 (79.388190%)	74,146,900 (20.611810%)
7.	To give a general mandate to the directors of the Company to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution. #	285,695,272 (79.419324%)	74,034,900 (20.580676%)
8.	To give a general mandate to the directors of the Company to allot, issue and deal with shares of the Company and to resell treasury shares of the Company (if permitted under the Listing Rules) involving a maximum of 20% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution. #	285,426,672 (79.344657%)	74,303,500 (20.655343%)
9.	To extend the general mandate granted to the directors of the Company under resolution no. 8 by adding the Shares bought back pursuant to the general mandate granted under resolution no. 7. #	285,427,172 (79.344818%)	74,302,900 (20.655182%)
Special Resolution		Number of Votes (%)	
		For	Against
10.	To approve the proposed amendments to the existing second amended and restated memorandum of association and the existing third amended and restated articles of association of the Company and to adopt the third amended and restated memorandum of association and the fourth amended and restated articles of association of the Company. #	285,692,672 (79.418668%)	74,037,200 (20.581332%)

For the full text of the Resolutions, please refer to the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 9, the Resolutions numbered 1 to 9 were duly passed as ordinary resolutions of the Company.

As not less than 75% of the votes was cast in favour of each of the Resolution numbered 10, the Resolution numbered 10 was duly passed as a special resolution of the Company.

Notes:

- (a) The number and percentage of votes as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by authorised corporate representative or by proxy.
- (b) As at the date of the AGM, there were no treasury shares held by the Company (including any treasury shares held or deposited with Central Clearing and Settlement System); and the total number of Shares in issue was 507,273,677 Shares, which was the total number of Shares entitling the holders to attend and vote on the Resolutions at the AGM.
- (c) To the best knowledge, information and belief of the directors of the Company after having made all reasonable enquiries, there were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (d) No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the AGM.
- (e) No parties have stated any intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.
- (f) There were no Shares actually voted but excluded from calculating the poll results of the AGM.
- (g) The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) Apart from Mr. WANG Donglei, Ms. CHAN Kim Yung, Eva, Mr. YE Yong, Mr. WANG Xuexian and Mr. CHEN Hong, who were unable to attend the EGM due to other business engagements, all Directors, namely Mr. XIAO Yu, Mr. WANG Keven Dun and Mr. LEE Kong Wai, Conway, attended the AGM in person or by electronic means.

By Order of the Board
NVC INTERNATIONAL HOLDINGS LIMITED
WANG Donglei
Chairman

Hong Kong, 14 June 2024

As at the date of this announcement, the directors of the Company are:

Executive Directors:

WANG Donglei

CHAN Kim Yung, Eva

XIAO Yu

WANG Keven Dun

Non-executive Director:

YE Yong

Independent Non-executive Directors:

LEE Kong Wai, Conway

WANG Xuexian

CHEN Hong