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SHUOAO 碩奧
SHUOAO INTERNATIONAL HOLDINGS LIMITED
碩奧國際控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2336)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 17 JUNE 2024**

References are made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Shuoao International Holdings Limited (the “**Company**”) both dated 26 April 2024. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of the Company is pleased to announce that at the AGM held on 17 June 2024, all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the AGM Notice were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll.

As at the date of the AGM, the total number of issued shares of the Company (the “**Shares**”) was 1,815,910,767 shares, all of which entitled the holders to attend and vote on the Proposed Resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Proposed Resolutions at the 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 Proposed Resolutions. None of the Shareholders have indicated in the Circular that they intended to vote against or to abstain from voting on any Proposed Resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

Except for Mr. Feng Luming (馮櫓銘先生) and Dr. Jin Xiaozheng (金曉錚博士), the Executive Directors, who were unable to attend the AGM due to other engagement, all other Directors, including the Executive Director, namely Mr. Cao Jianguo (曹建國先生), and the Independent Non-executive Directors, namely Dr. Chan Wing Mui Helen, Mr. Chiu King Yan and Mr. Wang Cheung Yue, attended the AGM in person or via electronic means.

The poll results in respect of all the Proposed Resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and of the independent auditor for the year ended 31 December 2023.	1,337,294,372 (99.52%)	6,401,817 (0.48%)
2.	(a) To re-elect Mr. Chiu King Yan as an Independent Non-executive Director.	1,337,294,372 (99.52%)	6,401,817 (0.48%)
	(b) To re-elect Mr. Wang Cheung Yue as an Independent Non-executive Director.	1,337,294,372 (99.52%)	6,401,817 (0.48%)
3.	To authorise the Board to fix the remuneration of the Directors.	1,337,294,372 (99.52%)	6,401,817 (0.48%)
4.	To re-appoint ZHONGHUI ANDA CPA Limited as the auditor of the Company for the year ending 31 December 2024 and to authorise the Board to fix its remuneration.	1,337,294,372 (99.52%)	6,401,817 (0.48%)
5.	(A) To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the aggregate number of the issued Shares as at the date of passing of this resolution.*	1,337,294,372 (99.52%)	6,401,817 (0.48%)
	(B) To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the aggregate number of the issued Shares as at the date of passing of this resolution.*	1,337,294,372 (99.52%)	6,401,817 (0.48%)
	(C) Conditional upon resolutions 5(A) and 5(B) being passed, to extend the general and unconditional mandate granted to the Directors to allot, issue and deal with additional Shares by the aggregate number of Shares repurchased by the Company.*	1,337,294,372 (99.52%)	6,401,817 (0.48%)

* The full text of the above ordinary resolutions numbered 5(A) to 5(C) are set out in the AGM Notice.

As more than 50% of the votes present at the AGM in person or by proxy were cast in favour of each of the above ordinary resolutions numbered 1 to 5, all the Proposed Resolutions were duly passed as ordinary resolutions of the Company.

By Order of the Board
Shuoao International Holdings Limited
Cao Jianguo 曹建國
Chairman

Hong Kong, 17 June 2024

As at the date of this announcement, the Board comprises three Executive Directors, namely Mr. Cao Jianguo (曹建國先生) (Chairman), Mr. Feng Luming (馮櫓銘先生) (Chief Executive Officer) and Dr. Jin Xiaozheng (金曉錚博士); and three Independent Non-executive Directors, namely Dr. Chan Wing Mui Helen, Mr. Chiu King Yan and Mr. Wang Cheung Yue.