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seazen

新城发展

SEAZEN GROUP LIMITED

新城發展控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1030)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 9 DECEMBER 2024

Reference is made to the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of Seazen Group Limited (the “**Company**”) dated 22 November 2024 and the circular of the Company of even date (the “**Circular**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolution (the “**Proposed Resolution**”) as set out in the EGM Notice was passed by the Independent Shareholders by way of poll at the EGM held on 9 December 2024.

As at the date of the EGM, the total number of issued Shares was 7,065,741,521 Shares. As stated in the Circular, any Shareholders who have a material interest in the Loan Framework Agreement shall abstain from voting on the resolution in relation thereto to be proposed at the EGM. As at the date of the EGM, Mr. Wang and his close associates, which are interested in an aggregate of 4,575,615,179 ordinary Shares, representing an aggregate of approximately 64.76% of the issued share capital of the Company and have material interest in the Loan Framework Agreement, had abstained from voting at the EGM on the Proposed Resolution in relation to the Loan Framework Agreement and the transactions contemplated thereunder (including the proposed annual caps) in the EGM.

The total number of Shares entitling the Shareholders to attend and vote at the EGM was 2,490,126,342 Shares. The trustee of the Share Award Scheme, which held a total of 22,158,258 Shares as at the date of the EGM, should not and did not exercise in respect of such Shares held under the trust. Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolution at the EGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, there were no restrictions on any Shareholders to cast votes on the Proposed Resolution at the EGM.

None of the Shareholders have stated the intention in the Circular to vote against or abstain from voting on the Proposed Resolution at the EGM.

The Company's Hong Kong branch share registrar, Link Market Services (Hong Kong) Pty Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

The poll results in respect of the Proposed Resolution at the EGM were as follows:

ORDINARY RESOLUTION		No. of Votes (Approximate Percentage)	
		For	Against
1.	<p>“THAT:</p> <p>(a) the Loan Framework Agreement, a copy of which is tabled at the meeting and marked “A” and initialed by the chairman of the meeting for identification purpose, and the transactions contemplated thereunder, be and are hereby confirmed and approved;</p> <p>(b) the proposed annual caps for the transactions contemplated under the Loan Framework Agreement be and is hereby approved; and</p> <p>(c) any one director of the Company be and is hereby authorised for and on behalf of the Company to sign, execute, perfect and deliver all such documents and to affix the common seal of the Company on any such document as and when necessary and do all such deeds, acts, matters and things as he may in his discretion consider necessary or desirable for the purposes of or in connection with the Loan Framework Agreement.”</p>	<p>316,949,304 99.99%</p>	<p>5 0.01%</p>

As more than 50% of votes were casted in favour of the above resolution, the Proposed Resolution was duly passed as an ordinary resolution of the Company.

The Directors who attended the EGM in person or by telecommunication means included the executive Directors, Mr. Lv Xiaoping and Mr. Lu Zhongming, non-executive Directors, Mr. Wang Xiaosong and Mr. Zhang Shengman, and independent non-executive Directors, Mr. Zhu Zengjin, Mr. Zhong Wei and Ms. Wu Ke.

By order of the Board
Seazen Group Limited
Wang Xiaosong
Chairman

The PRC, 9 December 2024

As at the date of this announcement, the Directors are Mr. Lv Xiaoping and Mr. Lu Zhongming as executive Directors, Mr. Wang Xiaosong and Mr. Zhang Shengman as non-executive Directors, and Mr. Zhu Zengjin, Mr. Zhong Wei and Ms. Wu Ke as independent non-executive Directors.