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XIN YUAN ENTERPRISES GROUP LIMITED

信源企業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1748)

INSIDE INFORMATION PURPORTED REQUISITION FOR CONVENING AN EXTRAORDINARY GENERAL MEETING TO REMOVE AND APPOINT DIRECTORS

This announcement is made by Xin Yuan Enterprises Group Limited (the “**Company**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 13 December 2024 (the “**Announcement**”) in respect of the Purported Requisition made by the Purported Requisitionist requesting the Board to call for an EGM for the purpose of considering and passing of the ordinary resolutions of the Company to remove certain Directors and to appoint certain candidates as Directors. For details of the Purported Requisition, please refer to the Announcement.

Terms used herein shall have the same meanings as defined in the Announcement unless the context otherwise requires.

The Board wishes to inform the Shareholders and potential investors that the Company had sought for advice from its legal advisers to the Company as to Cayman Islands laws, about the validity of the Requisition Notice. The Cayman legal advisers of the Company, by means of a legal opinion dated 29 December 2024, advised the Company that as the shareholders’ list of the Company as at 13 December 2024 showed that the Purported Requisitionist only held a total of 17,930,343 Shares (representing approximately 4.08% of the issued share capital of the Company), the Requisition Notice was not made in compliance with Article 64 of the Articles of Association. Accordingly, the Company is not required to convene the EGM in response to the Purported Requisition.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
XIN YUAN ENTERPRISES GROUP LIMITED
Chen Jiagan
Chairman

Hong Kong, 3 January 2025

As at the date of this announcement, Mr. Chen Ming, Mr. Chen Jiagan, Mr. Xu Wenjun, Mr. Chen Yanbiao and Mr. Lin Shifeng are the executive Directors, and Mr. Wei Shusong and Mr. Xu Jie are the independent non-executive Directors.