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Xinming China Holdings Limited

新明中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2699)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 MAY 2025

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) convening the annual general meeting (the “**AGM**”) of Xinming China Holdings Limited (the “**Company**”) both dated 30 April 2025. Unless the context otherwise required, capitalised terms used herein shall have the same meanings as defined in the Circular and the Notice.

The Board is pleased to announce that the AGM was convened and held at 10:30 a.m. on Friday, 23 May 2025 at Unit D, 7/F, Kee Shing Centre, 74–76 Kimberley Road, Tsim Sha Tsui, Hong Kong. All the proposed resolutions (the “**Resolutions**”) as set out in the Circular and the Notice were duly taken by the Shareholders by way of poll.

The poll results for the Resolutions were as follows:

Ordinary Resolutions ^(Note 1)		Number of votes (%) ^(Note 2)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and the auditor (the “ Auditor ”) of the Company for the year ended 31 December 2024	468,965,600 (100%)	0 (0%)
2.	(a) To re-elect Mr. Chen Chengshou as an executive Director.	468,965,600 (100%)	0 (0%)
	(b) To re-elect Mr. Cao Zhiqiang as a non-executive Director	468,965,600 (100%)	0 (0%)
	(c) To re-elect Ms. Chan Wai Yan as an independent non-executive Director	468,965,600 (100%)	0 (0%)

Ordinary Resolutions ^(Note 1)		Number of votes (%) ^(Note 2)	
		For	Against
3.	To re-appoint Global Link CPA Limited as the Company's auditors and to authorise the board of Directors to fix their remuneration.	468,965,600 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued shares of the Company (Ordinary Resolution No. 4 set out in the notice of AGM).	468,965,600 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent of the issued shares of the Company (Ordinary Resolution No. 5 set out in the notice of AGM).	468,965,600 (100%)	0 (0%)
6.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company by addition thereto of an amount representing the total number of shares repurchased by the Company (Ordinary Resolution No. 6 set out in the notice of AGM).	468,965,600 (100%)	0 (0%)

Notes:

1. For the full text of the Resolutions, please refer to the Notice as contained in the Circular.
2. The number of votes and the percentage of the total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As more than 50% of the total valid votes were cast in favour of each of the Resolutions numbered 1 to 6, the said Resolutions were duly passed by way of poll as ordinary resolutions of the Company.

As at the date of the AGM, there were 1,878,622,000 Shares in issue entitling the Shareholders to attend and vote for or against any of the Resolutions at the AGM. The Shareholders and authorised proxies holding an aggregate of 468,965,600 Shares have voted at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules.

None of the Shareholders was required under the Listing Rules to abstain from voting on the Resolutions at the AGM. None of the Shareholders had indicated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

The following Directors, namely, Ms. Chan Wai Yan, Ms. Huang Chunlian and Ms. Lee Yin Man, attended the AGM in person/by electronic means. Mr. Chen Chengshou and Mr. Cao Zhiqiang were unable to attend the AGM due to other business commitments.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed to act as the scrutineer for the vote-taking at the AGM.

By order of the Board
Xinming China Holdings Limited
Cao Zhiqiang
Non-executive Director

Hong Kong, 23 May 2025

As at the date of this announcement, the executive Director is Mr. Chen Chengshou; the nonexecutive Director is Mr. Cao Zhiqiang; and the independent non-executive Directors are Ms. Chan Wai Yan, Ms. Huang Chunlian and Ms. Lee Yin Man.