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# CHICMAX

**Shanghai Chicmax Cosmetic Co., Ltd.**

**上海上美化妝品股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 2145)**

**POLL RESULTS OF THE SECOND 2025 EGM HELD ON 25 SEPTEMBER 2025; PAYMENT OF INTERIM DIVIDEND; AMENDMENTS TO THE ARTICLES OF ASSOCIATION; APPOINTMENT OF EMPLOYEE REPRESENTATIVE DIRECTOR AND RESIGNATION OF NON-EXECUTIVE DIRECTOR; AND APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Chicmax Cosmetic Co., Ltd. (the “**Company**”) is pleased to announce the poll results of the second 2025 extraordinary general meeting (the “**Second 2025 EGM**”), held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 25 September 2025 at 2:00 p.m.. The Second 2025 EGM was convened by the Board in accordance with the Company Law of the PRC and the Articles of Association, and was chaired by Mr. Lyu Yixiong, the Chairman of the Board.

References are made to the notice of the Second 2025 EGM and the circular of the Company dated 9 September 2025 (the “**Circular**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

## **Attendance of the Second 2025 EGM**

The shareholders of the Company (the “**Shareholders**”) (or their proxies) attending the Second 2025 EGM held 336,936,927 Shares (comprising 145,184,367 H Shares and 191,752,560 Unlisted Shares) with voting rights in aggregate, representing approximately 84.64% of the total issued Shares of the Company.

## Poll Results of Resolution Proposed at the Second 2025 EGM

All proposed resolutions as set out in the notice of the Second 2025 EGM dated 9 September 2025 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes (%)	
		For	Against
1.	To consider and approve the proposed distribution of an interim dividend of RMB0.5 per share for the six months ended 30 June 2025.	336,936,927 100%	0 0%
2.	To consider and approve the proposed amendments to other relevant governance policies as set out in Appendix IV to the Circular.	336,936,927 100%	0 0%
3.	To consider and approve the appointment of executive Director.	336,118,208 99.76%	818,719 0.24%
Special Resolutions		Number of votes cast and approximate percentage of total number of votes (%)	
		For	Against
1.	To consider and approve the proposed abolition of the Supervisory Committee and amendments to the Articles of Association as set out in Appendix I to the Circular.	336,936,927 100%	0 0%
2.	To consider and approve the proposed amendments to the Rules of Procedure for the General Meetings as set out in Appendix II to the Circular.	336,920,927 99.99%	16,000 0.01%
3.	To consider and approve the proposed amendments to the Rules of Procedure for the Board of Directors as set out in Appendix III to the Circular.	336,936,927 100%	0 0%

### Notes:

- (a) For the full text of the above resolution, please refer to the notice of the Second 2025 EGM.
- (b) As more than half of the voting rights held by the Shareholders (including their proxies) present at the Second 2025 EGM were cast in favour of each of the ordinary resolutions and more than two-thirds of the voting rights held by the Shareholders (including their proxies) present at the Second 2025 EGM were cast in favour of each of the special resolutions, all resolutions were duly passed.
- (c) As at the date of the Second 2025 EGM, the total number of issued ordinary Shares was 398,071,879 Shares (including 206,319,319 H Shares and 191,752,560 Unlisted Shares), which represented the total number of Shares entitling the Shareholders to attend and vote on the proposed resolution at the Second 2025 EGM.
- (d) There were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the Second 2025 EGM as set out in rule 13.40 of the Listing Rules.

- (e) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the Second 2025 EGM.
- (f) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolution at the Second 2025 EGM.
- (g) The Company's H share registrar, Tricor Investor Services Limited, the Company's legal advisor as to PRC Laws, Commerce & Finance Law Offices, the representatives of Supervisors and Shareholders acted as the counter and scrutineer for the vote-taking at the Second 2025 EGM.
- (h) All Directors attended the Second 2025 EGM in person or by electronic means.

## **PAYMENT OF INTERIM DIVIDEND**

The payment of interim dividends of RMB0.5 per share for the six months ended 30 June 2025 was approved at the Second 2025 EGM. The interim dividend will be paid on or around Tuesday, 28 October 2025 to the Shareholders whose names appear on the register of members of the Company at close of business on Monday, 6 October 2025.

The exchange rate for the interim dividend to be paid in Hong Kong dollar (“HKD”) will be 1.093864, i.e., HKD1.093864 is converted to RMB1.00. Based on the above exchange rate, the amount of the interim dividend per H Share is HKD0.546932 (tax inclusive).

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The resolutions in relation to the Proposed Amendments were duly passed by way of a special resolution at the Second 2025 EGM. The amended Articles of Association, the Rules of Procedure for the General Meetings and the Rules of Procedure for the Board of Directors will come into effect on 25 September 2025. The full text of the amended Articles of Association is available on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.chicmaxgroup.com](http://www.chicmaxgroup.com)).

## **APPOINTMENT OF EMPLOYEE REPRESENTATIVE DIRECTOR AND RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that, upon election by the employee representative meeting, Mr. Sun Hao (孫昊先生) (“**Mr. Sun**”) has been appointed as the employee representative Director of the Company with effect from 25 September 2025, for a term commencing from 25 September 2025 and ending on the date of expiry of the second session of the Board. Mr. Sun will not receive any Director's fee for his role as an employee representative Director of the Company during the relevant period. Mr. Sun's remuneration for his role as the secretary to the Board shall be paid in accordance with the remuneration standard and payment management method in respect of his role, and such remuneration standard is determined in accordance with the prevailing market rate and the expansion scale of the Company.

The Board also announces that it has recently received a resignation application from Mr. Sun to resign as a non-executive Director due to change in his duties with effect from 25 September 2025. Mr. Sun has confirmed that he has no disagreement with the Board, and there is also no other matter relating to his resignation that needs to be brought to the attention of the Shareholders of the Company.

The biographical details of the newly appointed employee representative Director, Mr. Sun, are as follows:

Mr. Sun Hao, aged 35, currently serves as the secretary to the Board.

Prior to joining the Company, Mr. Sun worked at Shanghai Premium Bright Global Capital Co., Ltd. as an executive director, focusing on investments in the consumer goods and retail sectors. He also worked in the audit department of Deloitte Touche Tohmatsu (Hong Kong Office) and the advisory services department of PricewaterhouseCoopers (Hong Kong Office).

Mr. Sun joined the Company in August 2025. Previously serving as a Non-executive Director, and he has been appointed as the secretary to the Board since 28 August 2025, overseeing the functions of the Board secretary and related matters.

Mr. Sun obtained a bachelor's degree in Business Economics from the City University of Hong Kong in May 2013.

As at the date of this announcement and within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“SFO”), Mr. Sun holds 15,000 H shares in the Company.

As at the date of this announcement, save as disclosed above, Mr. Sun (i) does not hold any directorships or any other major positions in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”)); (iii) does not have other major appointments and professional qualifications; (iv) does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under the SFO; and (v) there is no other information relating to him that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules or other matters that need to be brought to the attention of the Shareholders in connection with his appointment.

The Board would like to extend its welcome to Mr. Sun for his new appointment.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board announces that Ms. Zhou Wei (周蔚女士) (“**Ms. Zhou**”) has been appointed as an executive Director of the Company with effect from 25 September 2025, for a term commencing from 25 September 2025 and ending on the date of expiry of the second session of the Board. Ms. Zhou will not receive any Director's fee for her role as an executive Director of the Company during the relevant period. Ms. Zhou's remuneration for her role as the chief strategy officer of the Company shall be paid in accordance with the remuneration standard and payment management method in respect of her role as the Chief Strategy Officer of the Company, and such remuneration standard is determined in accordance with the prevailing market rate and the expansion scale of the Company.

The biographical details of Ms. Zhou are as follows:

Ms. Zhou Wei, aged 54, currently serves as the chief strategy officer of the Company.

Prior to joining the Company, Ms. Zhou held the positions of deputy general manager and chief of staff at PROYA (a company listed on the Shanghai Stock Exchange (Stock code: 603605)), primarily responsible for its strategic management, operational management, human resources, as well as information and digital initiatives. She has long been dedicated to senior management roles in areas such as strategic management, human resource management, organisational transformation, operational management and informatisation within the consumer goods industry.

In July 2025, Ms. Zhou joined the Company as senior vice president, overseeing high-level management functions including the group strategy, human resources and information digitalization department.

Ms. Zhou obtained a master of business administration (MBA) from Asia International Open University (Macau)\* (亞洲澳門國際公開大學) in 2008. In 1999, she was certified as an intermediate economist in Labor Economics\* (勞動經濟中級經濟師) by the Ministry of Personnel of the People's Republic of China. In 2006, she obtained the Senior Professional Manager Certification\* (高級職業經理人) issued by the same ministry. She is also an authorized certification instructor for Professional Dyna-Metric Programmes (China Region)\* (美國PDP中國區授權認證導師).

As at the date of this announcement and within the meaning of Part XV of the SFO, Ms. Zhou holds 30,000 H shares in the Company.

As at the date of this announcement, save as disclosed above, Ms. Zhou (i) does not hold any directorships or any other major positions in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company (as defined in the Listing Rules); (iii) does not have other major appointments and professional qualifications; (iv) does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the SFO; and (v) there is no other information relating to her that is required to be disclosed pursuant to Rules 13.51(2) of the Listing Rules or other matters that need to be brought to the attention of the Shareholders in connection with her appointment.

The Board would like to extend its welcome to Ms. Zhou for her new appointment.

By order of the Board  
**Shanghai Chicmax Cosmetic Co., Ltd.**  
上海上美化妝品股份有限公司

*Chairman of the Board, Executive Director and Chief Executive Officer*  
**Mr. Lyu Yixiong**

Shanghai, the PRC  
25 September 2025

\* *For identification purpose only*

*As at the date of this announcement, the Board comprises Mr. Lyu Yixiong, Ms. Zhou Wei, Ms. Luo Yan (羅燕), Mr. Feng Yifeng and Ms. Song Yang as executive Directors; Mr. Sun Hao as employee representative Director; and Mr. Leung Ho Sun Wilson, Ms. Luo Yan (羅妍) and Mr. Li Yang as independent non-executive Directors.*