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# POLL RESULTS OF THE 2025 SECOND EXTRAORDINARY GENERAL MEETING HELD ON 8 DECEMBER 2025 APPOINTMENT OF AN EXECUTIVE DIRECTOR AND A NON-EXECUTIVE DIRECTOR

### CANCELLATION OF SUPERVISORY COMMITTEE ELECTION OF EMPLOYEE REPRESENTATIVE DIRECTOR ADJUSTMENT TO MEMBERS OF BOARD COMMITTEES

References are made to the notice of the 2025 second extraordinary general meeting (the "EGM") dated 17 November 2025 and the circular dated 17 November 2025 (the "Circular") of CMOC Group Limited\* (the "Company"), which contain details of the resolutions tabled at the EGM for Shareholders' approval. Unless otherwise indicated, capitalized terms used in this announcement have the same meanings as those defined in the Circular.

The Board announced that the EGM was held at Beijing Hall, 2nd Floor, River Wing, Pudong Shangri-La, 33 Fucheng Road, Pudong New Area, Shanghai, the People's Republic of China (the "PRC") on Monday, 8 December 2025.

#### I. ATTENDANCE OF THE EGM

The number of issued Shares as at the date of the EGM was 21,394,310,176 Shares, which is the total number of Shares entitling the Shareholders to attend and vote for or against any of the resolutions proposed at the EGM. Online voting method was provided to A Shareholders at the EGM.

Shareholders and authorised proxies holding an aggregate of 15,179,867,919 Shares, representing approximately 70.95% of the total issued Shares, were present at the EGM. Among those Shareholders, A Shareholders and authorised proxies holding an aggregate of 13,309,725,967 A Shares, representing approximately 62.21% of the total issued Shares, were present at the EGM; H Shareholders and authorised proxies holding an aggregate of 1,870,141,952 H Shares, representing approximately 8.74% of the total issued Shares, were present at the EGM.

The holding of the EGM was in compliance with the requirements of the Company Law and the provisions of the Articles of Association. The EGM was chaired by Mr. Liu Jianfeng, the Chairman of the Board.

#### II. VOTING RESULTS OF THE EGM

All resolutions were considered and passed at the EGM by way of open ballot of one share for one vote, and the voting results are as follows:

Ordinary Resolutions		For	Against	Abstain
1.	"To consider and approve the Resolution in Relation to the Proposed Election of an Executive Director to the Seventh Session of the Board of Directors of the Company".	15,104,878,056 (99.5060%)	70,618,196 (0.4652%)	4,371,667 (0.0288%)
2.	"To consider and approve the Resolution in Relation to the Proposed Election of a Non-Executive Director to the Seventh Session of the Board of Directors of the Company".	14,941,428,649 (98.4292%)	171,168,794 (1.1276%)	67,270,476 (0.4432%)
Special Resolution		For	Against	Abstain
3.	"To consider and approve the Resolution in Relation to the Proposed Cancellation of Supervisory Committee and Amendments to the Articles of Association and Internal Control Systems".	14,476,446,322 (95.3661%)	23,555,463 (0.1552%)	679,866,134 (4.4787%)

In calculating the voting results of the resolutions, there were no Shares actually voted but excluded.

Two representatives from the Shareholders, a representative from Shanghai Llinks Law Offices, a representative from Deloitte Touche Tohmatsu Certified Public Accountants LLP and a supervisor of the Company were appointed as the joint scrutineers for the vote-taking and vote-calculating at the EGM.

Deloitte Touche Tohmatsu Certified Public Accountants LLP, the external auditor of the Company, acted as a joint scrutineer and compared the poll results summary to the poll forms collected and provided by the Company. The work performed by Deloitte Touche Tohmatsu Certified Public Accountants LLP in this respect did not constitute an assurance engagement in accordance with the China Standards on Auditing (中國註冊會計師審計準則), the China Standards on Review Engagements (中國註冊會計師審閱準則) or the China Standards on Other Assurance Engagements (中國註冊會計師其他鑒證業務準則) nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

The executive Director Mr. Liu Jianfeng and the independent non-executive Director Ms. Gu Hongyu attended the EGM in person. Other Directors were unable to attend the EGM due to other business arrangements.

#### III. ATTESTATION BY LAWYER

The EGM was attested by Shanghai Llinks Law Offices, which issued a legal opinion certifying that the convening and procedures of the EGM, the qualification of the attendees, the qualification of the convener, and the voting procedures and results were in compliance with the relevant PRC laws and regulations and the Articles of Association. The resolutions passed at the EGM were lawful and valid.

## IV. APPOINTMENT OF AN EXECUTIVE DIRECTOR AND A NON-EXECUTIVE DIRECTOR

Immediately following the passing of the above ordinary resolutions numbered 1 and 2 by the Shareholders at the EGM, the Board is pleased to announce that Mr. Peng Xuhui and Mr. Ma Fei have been appointed as an executive Director and a non-executive Director of the seventh session of the Board, respectively.

The terms of office of Mr. Peng Xuhui and Mr. Ma Fei commenced from the date of conclusion of the EGM until the conclusion of the 2026 annual general meeting of the Company. For their biographical details and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the Circular and the announcements of the Company dated 24 October 2025 and 17 November 2025. As at the date of this announcement, such information remains unchanged.

#### V. CANCELLATION OF SUPERVISORY COMMITTEE

Immediately following the passing of the above special resolution numbered 3 by the Shareholders at the EGM, the Board hereby announces that the supervisory committee of the Company (the "Supervisory Committee") is cancelled and its powers will be exercised by the audit and risk committee of the Board. The duties of the members of the Supervisory Committee (including Mr. Zheng Shu, Mr. Zhang Zhenhao and Mr. Luo Yunxiang) are terminated automatically after the EGM. Each of the supervisors of the Company (the "Supervisors") has confirmed that he has no disagreement with the Board and the Supervisory Committee, and there is no other matter relating to their resignations that needs to be brought to the attention of the Shareholders.

The Company and the Board would like to express its sincere gratitude to all Supervisors for their excellent contributions to the Company during their tenure.

#### VI. ELECTION OF EMPLOYEE REPRESENTATIVE DIRECTOR

Pursuant to the Company Law of the PRC and other relevant laws and regulations, as well as the Articles of Association, the Company convened an employee representative meeting, at which Mr. Que Chaoyang ("Mr. Que") was elected as the employee representative Director of the seventh session of the Board, with his term of office commencing from the date of approval at the employee representative meeting until the conclusion of the 2026 annual general meeting of the Company. Mr. Que will continue to serve as an executive Director.

#### VII. ADJUSTMENT TO MEMBERS OF BOARD COMMITTEES

On 8 December 2025, the seventh session of Board held its seventh extraordinary meeting and resolved that the composition of the Nomination and Governance Committee, Remuneration Committee, and Strategic and Sustainability Committee are adjusted as follows with effect from 8 December 2025, until the date of the 2026 annual general meeting of the Company.

- (i) Nomination and Governance Committee comprises the following Directors:
  - Mr. Wang Kaiguo (independent non-executive Director) (Chairman)
  - Mr. Liu Jianfeng (executive Director) (Vice Chairman)
  - Ms. Gu Hongyu (independent non-executive Director)
  - Mr. Cheng Gordon (independent non-executive Director)
  - Mr. Ma Fei (non-executive Director)
- (ii) Remuneration Committee comprises the following Directors:
  - Mr. Wang Kaiguo (independent non-executive Director) (Chairman)
  - Ms. Gu Hongyu (independent non-executive Director)
  - Mr. Liu Jianfeng (executive Director)
  - Mr. Cheng Gordon (independent non-executive Director)
  - Mr. Ma Fei (non-executive Director)

- (iii) Strategic and Sustainability Committee comprises the following Directors:
  - Mr. Liu Jianfeng (executive Director) (Chairman)
  - Mr. Peng Xuhui (executive Director)
  - Mr. Que Chaoyang (executive Director)
  - Mr. Lin Jiuxin (non-executive Director)
  - Mr. Jiang Li (non-executive Director)
  - Mr. Wang Kaiguo (independent non-executive Director)

By Order of the Board CMOC Group Limited\* Liu Jianfeng Chairman

Luoyang City, Henan Province, PRC, 8 December 2025

As at the date of this announcement, the executive Directors are Mr. Liu Jianfeng, Mr. Peng Xuhui and Mr. Que Chaoyang (employee Director); the non-executive Directors are Mr. Lin Jiuxin, Mr. Jiang Li and Mr. Ma Fei; and the independent non-executive Directors are Mr. Wang Kaiguo, Ms. Gu Hongyu and Mr. Cheng Gordon.

\* For identification purposes only