CHINA XLX FERTILISER LTD.
中國心連心化肥有限公司 *

(Incorporated in Singapore with limited liability)

(Hong Kong Stock Code: 1866)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2026 (2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2026

The board (the "**Board**") of directors (the "**Directors**") of China XLX Fertiliser Ltd. (the "**Company**") is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 23 June 2026 (the "**AGM**") were duly passed by way of poll. All capitalised terms in this announcement which are not defined herein shall have the same meaning as ascribed to them in the Company's circular to its shareholders dated 27 April 2026 (the "**Circular**").

The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) (Note(a))	
		For	Against
1.	To receive and adopt the audited financial statements of the Company and the directors' statement and auditor's report for the year ended 31 December 2025.	850,044,419 (99.83%)	1,452,650 (0.17%)
2.	To declare a final dividend of RMB32 cents per ordinary share of the Company for the year ended 31 December 2025.	851,497,069 (100%)	0 (0.00%)
3.	To approve directors' fees of S$370,000 for the year ended 31 December 2025 to be divisible among the directors of the Company as they may agree.	851,497,069 (100%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) (Note(a))	
		For	Against
4.	To re-elect Ms. YAN Yunhua, a director retiring under Regulation 95 of the existing Constitution of the Company, as an executive Director of the Company.	839,542,394 (98.60%)	11,954,675 (1.40%)
5.	To re-elect Mr. LI Shengxiao, a director retiring under Regulation 95 of the existing Constitution of the Company, as an independent non-executive Director of the Company.	819,597,046 (96.25%)	31,900,023 (3.75%)
6.	To re-appoint Ernst & Young LLP as auditor of the Company and to authorise the board of directors to fix the auditor's remuneration.	846,895,811 (99.46%)	4,601,258 (0.54%)
7.	To grant the general mandate to the directors of the Company to repurchase the Company's shares pursuant to Section 76E of the Companies Act 1967 of Singapore and the Hong Kong Listing Rules, on the terms as set out in ordinary resolution no. 7 in the notice convening the Annual General Meeting (the "**Buyback Mandate**").	429,899,820 (99.99%)	14,250 (0.01%)
8.	To grant the general mandate to the directors of the Company to allot, issue and deal with the Company's shares pursuant to Section 161 of the Companies Act and the Hong Kong Listing Rules, and by the aggregate number of shares and on the terms as set out in ordinary resolution no. 8 in the notice convening the Annual General Meeting (the "**Issue Mandate**").	775,086,570 (91.03%)	76,410,499 (8.97%)
9.	Conditional upon the passing of ordinary resolutions nos. 7 and 8, to extend the Issue Mandate granted to the directors of the Company to allot, issue and deal with the Company's shares by the number of shares repurchased by the Company under the Buyback Mandate.	775,394,570 (91.06%)	76,102,499 (8.94%)

As more than 50% of the votes were cast in favour of each of the resolutions nos. 1 to 9, these resolutions were duly passed as ordinary resolutions.

Notes:

(a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.

(b) As at the date of the AGM, the total number of shares in issue of the Company was 1,283,241,000 shares, of which 8,561,000 shares were held by the Company as treasury shares. The Company confirms that it did not exercise any voting rights in respect of such treasury shares at the AGM.

(c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions nos. 1 to 6 and 8 to 9 at the AGM: 1,274,680,000 shares.

The total number of shares of the Company entitling the holders to attend and vote on the resolution no. 7 at the AGM: 828,897,001 shares.

(d) The total number of shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules: Nil.

(e) The total number of shares of the Company that were required under the Hong Kong Listing Rules to abstain from voting at the AGM: Nil.

(f) As set out in the Circular and as at the date of this announcement, Mr. Liu Xingxu (an executive director of the Company and the Chairman of the Board) and Pioneer Top Holdings Limited (a controlled corporation of Mr. Liu Xingxu), together interested in 445,782,999 shares (excluding any treasury shares), were required under the Singapore Code on Take-overs and Mergers to abstain from voting on the resolution no. 7 proposed at the AGM. The aforesaid parties have abstained from voting on the resolution no. 7 at the AGM. Save as disclosed above, none of the shareholders of the Company had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

(g) The Company's Hong Kong Share Transfer Agent and Branch Share Registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

(h) All Directors attended the AGM in person or by electronic means.

(2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Reference was made to the Circular in relation to the retirement of Mr. Ong Wei Jin ("**Mr. Ong**"). Mr. Ong has informed the Board that he will not offer himself for re-election at the AGM as he has served as an independent non-executive Director for almost 15 years.

The Board hereby announces that Mr. Ong has retired as an independent non-executive Director and ceased to act as a member of the audit committee of the Company (the "**Audit Committee**"), a member of the nomination committee of the Company (the "**Nomination Committee**") and the chairman of the remuneration committee of the Company (the "**Remuneration Committee**") with effect from the conclusion of the AGM.

Mr. Ong has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company relating to his decision of not offering himself for re-election at the AGM.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Ong for his contribution to the Group during his tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Tan Wei Shyan ("**Mr. Tan**") has been appointed as an independent non-executive Director, a member of Audit Committee, a member of Nomination Committee and the chairman of Remuneration Committee with effect from 23 June 2026.

Biographical details of Mr. Tan are set out below:

Mr. Tan Wei Shyan, aged 48, is a partner in the corporate finance practice group at Shook Lin & Bok LLP ("**SLB**"), a Singapore-based law firm, where he has been practising since 2005. He has extensive experience in corporate finance, capital markets, mergers and acquisitions and corporate regulatory compliance.

Mr. Tan obtained a Bachelor of Laws (First Class) degree from the University of Exeter in the United Kingdom. He is a solicitor of the Supreme Court of Singapore.

Mr. Tan has served as an independent director, chairman of the remuneration committee, member of the audit committee and member of the nominating committee of JEP Holdings Ltd (SGX Stock Code: 1J4) since April 2024. He is also an independent director, chairman of the remuneration committee, member of the audit committee and member of the nominating committee of Anchun International Holdings Ltd. (SGX Stock Code: BTX), having been appointed in April 2024. He has been appointed as an independent director, chairman of the nominating committee, member of the audit committee and member of the remuneration committee of HGH Holdings Ltd. (SGX Stock Code: 5GZ) since May 2026.

Mr. Tan has entered into a letter of appointment with the Company for an initial fixed term of three years. He shall hold office until the next annual general meeting following his appointment and shall then be eligible for re-election at that meeting. Thereafter, his appointment shall be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company and the Hong Kong Listing Rules. He will be entitled to a director's remuneration of SGD95,000 per annum, which is a fixed annual director's fee and excludes any incentive payment (whether fixed or discretionary in nature), nor does it include any other variable remuneration or bonus arrangements. The amount, which was determined by the Board with reference to his duties and experience and prevailing market conditions, will be paid in full in accordance with the terms set out in the letter of appointment entered into between the Company and Mr. Tan.

Save as disclosed above, as at the date of this announcement, Mr. Tan (i) does not have any relationship with any Director, senior management, substantial shareholders or the controlling shareholders of the Company (having the meaning as defined under the Listing Rules); (ii) does not hold any other major appointment and professional qualification; (iii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iv) has not held any other directorships in any other listed public companies in Hong Kong or overseas during the past three years.

The Board has assessed the independence of Mr. Tan with reference to Rule 3.13 of the Listing Rules and notes that SLB, a Singapore-based law firm of which Mr. Tan is a partner, has provided legal advisory services to the Company in relation to Singapore regulatory compliance matters within the two years immediately preceding the date of this announcement. The Board further notes that Mr. Tan is a partner of SLB and therefore has a professional association with SLB in its capacity as a service provider to the Company.

Notwithstanding the above engagement, the Board is of the view that Mr. Tan remains independent under Rule 3.13 of the Listing Rules. In reaching this conclusion, the Board has carefully considered all relevant circumstances and is satisfied that there are no factors which would affect his independence. In particular, the Board has taken into account the following factors:

(1) the legal services provided by SLB are limited in scope, relating solely to Singapore regulatory compliance matters, and are ad hoc and non-recurring in nature, and SLB has not acted as the Company's standing or principal legal adviser;

(2) the professional fees received by SLB in respect of such services are not material and do not give rise to any relationship of economic significance that could reasonably be expected to affect Mr. Tan's independent judgment; and

(3) having considered all relevant circumstances, the Board is not aware of any other factors which may affect his independence.

In addition, in considering Mr. Tan's suitability to act as an independent non-executive Director, the Board has taken into account his extensive experience in corporate finance, capital markets, mergers and acquisitions and regulatory compliance, as well as his professional qualifications and his experience serving as a director of listed companies. Having considered the above, the Board considers that Mr. Tan possesses the appropriate character, integrity, independence of mind and relevant professional experience to discharge his duties as an independent non-executive Director effectively.

As at the date of this announcement and save as disclosed above, Mr. Tan has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Tan that need to be brought to the attention of the shareholders of the Company and the Stock Exchange or are required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Tan to the Board.

By Order of the Board
China XLX Fertiliser Ltd.
Liu Xingxu
Chairman of the Board

Hong Kong, 23 June 2026

As at the date of this announcement, the executive directors of the Company are Mr. Liu Xingxu, Mr. Zhang Qingjin and Ms. Yan Yunhua; and the independent non-executive directors of the Company are Mr. Ong Kian Guan, Mr. Li Shengxiao, Mr. Li Hongxing and Mr. Tan Wei Shyan.

** for identification purpose only*