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Xinyuan Property Management Service (Cayman) Ltd.

鑫苑物業服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1895)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JUNE 2026; AND NON-COMPLIANCE WITH RULES 3.10(1), 3.21, 3.25 AND 3.27A OF THE LISTING RULES

Reference is made to the notice (the “**Notice of AGM**”) of the annual general meeting (the “**AGM**”) of Xinyuan Property Management Service (Cayman) Ltd. (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 3 June 2026. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board announces the poll results in respect of all resolutions as set out in the Notice of AGM held on 26 June 2026. The results are as follows:

Ordinary Resolutions Note		Number of votes cast (approximate percentage of total number of votes)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ”) and the independent auditor of the Company for the year ended 31 December 2025.	0 (0 %)	285,145,999 (100 %)
2(a).	To declare and pay to the shareholders of the Company a final dividend of HK1.91 cents per ordinary share of the Company for the year ended 31 December 2025.	285,145,999 (100 %)	0 (0 %)
2(b).	To authorize the board of Directors (the “ Board ”) to take such action, do such things and execute such further documents as the Board may at its absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the final dividend.	0 (0 %)	285,145,999 (100 %)

Ordinary Resolutions Note		Number of votes cast (approximate percentage of total number of votes)	
		For	Against
3(a).	To re-elect Mr. TANG Yucao as an executive Director.	0 (0 %)	285,145,999 (100 %)
3(b).	To re-elect Mr. HOU Kaai Wern as an independent non-executive Director.	0 (0 %)	285,145,999 (100 %)
3(c).	To re-elect Mr. LEUNG Chi Hang, Benson as an independent non-executive Director.	0 (0 %)	285,145,999 (100 %)
3(d).	To re-elect Ms. LI Jingmei Jessica as an independent non-executive Director.	0 (0 %)	285,145,999 (100 %)
3(e).	To re-elect Mr. LIAO Ghen-yue as an independent non-executive Director.	0 (0 %)	285,145,999 (100 %)
3(f).	To re-elect Mr. LING Chenkai as an independent non-executive Director.	0 (0 %)	285,145,999 (100 %)
4.	To authorize the Board to fix the Directors' remuneration.	0 (0 %)	285,145,999 (100 %)
5.	To re-appoint KTC Partners CPA Limited as the independent auditor of the Company and to authorize the Board to fix their remuneration.	0 (0 %)	285,145,999 (100 %)
6.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution.	0 (0 %)	285,145,999 (100 %)
7.	To oppose cancellation of the AGM, AGM continue to proceed.	285,145,999 (100 %)	0 (0 %)
8.	IT IS HEREBY RESOLVED THAT, notwithstanding the absence of formal notice, the majority of the shareholders present in person or by proxy at this Annual General Meeting do hereby consent to the addition of the proposed resolutions requisitioned by Xinyuan Real Estate, Ltd. and Xinyuan China Real Estate (HK) Limited to the agenda of this meeting, and that such proposed resolutions shall be considered and voted upon as part of the business of this meeting.	285,145,999 (100 %)	0 (0 %)

Ordinary Resolutions Note		Number of votes cast (approximate percentage of total number of votes)	
		For	Against
9.	THAT Mr Shen Yuanqing be removed from the position of Chair of this Annual General Meeting on the grounds of bad faith and breach of his duty to act impartially, arising from his refusal to table resolutions properly requisitioned by Xinyuan Real Estate, Ltd. and Xinyuan China Real Estate (HK) Limited in accordance with Article 12.3 of the Company's Articles, in circumstances where all procedural requirements have been met. Further, he has refused to allow shareholders who disagree with his position to attend this Annual General Meeting, thereby depriving them of the opportunity to express their views, raise objections and exercise their voting rights. Such refusal is contrary to the principles of good governance and shareholder democracy.	285,145,999 (100 %)	0 (0 %)
10.	Chen Li-Yang be appointed as chair of the annual general meeting held on Friday, 26 June 2026, 10:00 am.	285,145,999 (100 %)	0 (0 %)
11.	To remove Mr. SHEN Yuan-ching from the position of executive Director, and terminate all positions held by him with immediate effect from the date of passing of this resolution at the AGM.	285,145,999 (100 %)	0 (0 %)
12.	To remove Mr. LAN Ye from the position of independent non-executive Director, and terminate all positions held by him with immediate effect from the date of passing of this resolution at the AGM.	285,145,999 (100 %)	0 (0 %)
13.	To appoint Mr. FENG Bo as an executive Director.	285,145,999 (100 %)	0 (0 %)
14.	To appoint Mr. TIAN Wenzhi as a non-executive Director.	285,145,999 (100 %)	0 (0 %)
15.	To appoint Ms. ZHAO Xia as an independent non-executive Director.	285,145,999 (100 %)	0 (0 %)

As at the date of the AGM, a total of 593,037,500 Shares were in issue, being the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no Shares 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 Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions proposed at the AGM. No parties had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Save as disclosed above, to the best of the knowledge, information and belief of the Company, (i) there were no Shares entitling the holder to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules; (ii) no other Shareholder was required under the Listing Rules to abstain from voting at the AGM; (iii) there was no other restriction on any Shareholder to cast votes on any of the resolutions at the AGM; and (iv) no Shareholder had stated an intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Investor Services Limited, the Company's branch share registrar, was appointed as the scrutineer for vote-taking at the AGM. As no more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2(b), 3(a), 3(b), 3(c), 3(d), 3(e), 3(f), 4, 5 and 6, these resolutions were not passed. As more than 50% of the votes were cast in favour of each of the resolutions numbered 2(a), 7, 8, 9, 10, 11, 12, 13, 14 and 15 these resolutions were duly passed as ordinary resolutions of the Company at the AGM.

NON-COMPLIANCE WITH RULES 3.10, 3.21, 3.25 AND 3.27A OF THE LISTING RULES

As a result of the changes to the Board composition arising from the above voting results, the Company fails to satisfy the following conditions:

1. The requirement under Rule 3.10 of the Listing Rules, which provides that the board of directors of a listed issuer must include at least three independent non-executive directors and at least one of the independent non-executive directors must possess appropriate professional qualifications or accounting or related financial management expertise;
2. The requirement under Rule 3.21 of the Listing Rules, which provides that the audit committee must have at least three members, at least one of whom shall be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules;
3. The requirement under Rule 3.25 of the Listing Rules, which provides that an issuer must establish a remuneration committee comprising a majority of independent non-executive directors; and
4. The requirement under Rule 3.27 of the Listing Rules, which provides that an issuer must establish a nomination committee chaired by the chairman of the board or an independent non-executive director, with a majority of its members being independent non-executive directors.

The Company is actively working to identify suitable candidates to serve as members of the audit committee, the remuneration committee and the nomination committee, with a view to ensuring compliance with the requirements under the Listing Rules as soon as practicable and in any event within three months from the date of this announcement. The Company will make further announcements as and when the relevant appointments are completed.

By Order of the Board
Xinyuan Property Management Service (Cayman) Ltd.
FENG BO
Executive Director

Hong Kong, 26 June 2026

As at the date of this announcement, the Board comprises Mr. FENG Bo as executive director; Mr. TIAN Wenzhi as non-executive Director; and Ms. ZHAO Xia as independent non-executive director.