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Raily Aesthetic Medicine International Holdings Limited

瑞麗醫美國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2135)

POLL RESULTS OF THE 2026 ANNUAL GENERAL MEETING HELD ON 26 JUNE 2026

Raily Aesthetic Medicine International Holdings Limited (the “**Company**”) is pleased to announce that at the 2026 annual general meeting of the Company (the “**2026 AGM**”) held at 5/F., Minhang Tower, No. 290 North Zhongshan Road, Gongshu District, Hangzhou City, PRC on Friday, 26 June 2026 at 3:00 p.m., all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the 2026 AGM dated 4 June 2026 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the Resolutions proposed at the 2026 AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and independent auditors of the Company for the year ended 31 December 2025.	364,394,846 (100%)	0 (0%)
2.	(a) To re-elect Dr. Lin Hai as an independent non-executive Director;	364,394,846 (100%)	0 (0%)
	(b) To re-elect Ms. Yang Xiaofen as an independent non-executive Director;	364,394,846 (100%)	0 (0%)
	(c) To re-elect Mr. Liu Teng as an independent non-executive Director; and	364,394,846 (100%)	0 (0%)
	(d) To authorize the board of Directors to fix the Directors’ remuneration.	341,945,956 (93.84%)	22,448,890 (6.16%)
3.	To re-appoint Ernst & Young, Certified Public Accountants, as the auditors of the Company and to authorize the board of Directors to fix their remuneration.	364,394,846 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
4.	To grant the general mandate to the Directors to allot, issue and deal with additional shares of not exceeding 20% of the total number of issued shares as at the date of passing of this resolution.	341,945,956 (93.84%)	22,448,890 (6.16%)
5.	To grant the general mandate to the Directors to repurchase shares of not exceeding 10% of the total number of issued shares as at the date of passing of this resolution.	364,394,846 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by adding the number of shares repurchased by the Company.	341,945,956 (93.84%)	22,448,890 (6.16%)
7.	(a) To approve and confirm the proposed amendments (the “ Proposed Scheme Amendments ”) to the share option scheme of the Company (the “ Share Option Scheme ”), details of which are set out in the section headed “Letter from the Board – Resolution (7) Proposed Amendments to the Share Option Scheme” in the circular of the Company dated 4 June 2026;	341,945,956 (93.84%)	22,448,890 (6.16%)
	(b) To approve and adopt the Scheme Mandate Limit (as defined in the Share Option Scheme) on the total number of shares that may be issued in respect of all options and awards to be granted to the eligible participants under the Share Option Scheme and all other share schemes of the Company, being ten percent (10%) of the issued shares of the Company as at the date of the Meeting;	341,945,956 (93.84%)	22,448,890 (6.16%)
	(c) To approve and adopt the Service Provider Sublimit (as defined in the Share Option Scheme) on the total number of shares that may be issued in respect of all options and awards to be granted to eligible participants who are service providers under the Share Option Scheme and all other share schemes of the Company, being one percent (1%) of the issued shares of the Company as at the date of the Meeting; and	341,945,956 (93.84%)	22,448,890 (6.16%)
	(d) To authorise any Director or company secretary of the Company to execute all such documents and do all such other acts and things as he or she may, in his or her absolute discretion, consider necessary, desirable or expedient to effect the Proposed Scheme Amendments, the Scheme Mandate Limit, the Service Provider Sublimit and any of the foregoing.	341,945,956 (93.84%)	22,448,890 (6.16%)

SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
8.	(a) To approve the proposed amendments relating to the Uncertificated Securities Market Regime to the second amended and restated memorandum and articles of association (the “ Existing Memorandum and Articles of Association ”);	364,394,846 (100%)	0 (0%)
	(b) To approve the proposed amendments relating to articles and/or provisions other than the Uncertificated Securities Market Regime to the Existing Memorandum and Articles of Association;	341,945,956 (93.84%)	22,448,890 (6.16%)
	(c) To approve and adopt the third amended and restated memorandum and articles of association of the Company (the “ New Memorandum and Articles of Association ”) in substitution for and to the exclusion of the Existing Memorandum and Articles of Association with immediate effect after the close of this meeting; and	364,394,846 (100%)	0 (0%)
	(d) To authorise each director, company secretary and registered office provider of the Company severally to do all things necessary or expedient to implement the adoption of the New Memorandum and Articles of Association, including without limitation, attending to the necessary filings in accordance with the relevant requirements of the applicable laws, rules and regulations in the Cayman Islands and Hong Kong.	364,394,846 (100%)	0 (0%)

The description of the Resolutions above is by way of summary only. The full text appears in the Notice.

As at the date of the 2026 AGM:

- (a) The total number of the Shares in issue and entitling the holders to attend and vote on the Resolutions at the 2026 AGM: 557,077,333.
- (b) The total number of Shares entitling the holder to attend and whose holders abstained from voting in favour at the 2026 AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the 2026 AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the 2026 AGM.

- (e) There were no treasury Shares held by the Company (including any treasury Shares held or deposited with Central Clearing and Settlement System) and no voting rights of the treasury Shares have been exercised at the 2026 AGM; and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares entitled to attend and vote on all the Resolutions at the 2026 AGM.
- (f) All Directors, namely Mr. Fu Haishu, Mr. Song Jianliang, Mr. Wang Ying, Dr. Lin Hai, Ms. Yang Xiaofen and Mr. Liu Teng, attended the 2026 AGM in person or by electronic means.

As a majority of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 7, these resolutions were duly passed as ordinary resolutions. As more than 75% of the votes were cast in favour of the above special resolution numbered 8, such resolution was duly passed as a special resolution.

Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the purpose of vote taking at the 2026 AGM.

By order of the Board
Raily Aesthetic Medicine International Holdings Limited
Mr. Fu Haishu
Chairman

Hong Kong, 26 June 2026

As at the date of this announcement, the Board comprises Mr. Fu Haishu, Mr. Song Jianliang and Mr. Wang Ying as Executive Directors; and Dr. Lin Hai, Ms. Yang Xiaofen and Mr. Liu Teng as Independent Non-executive Directors.