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China PengFei Group Limited

中国鹏飞集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3348)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 JUNE 2021

The Board announces that all the resolutions as set out in the Notice were duly passed by the Shareholders as ordinary resolutions by way of poll at the Annual General Meeting.

The board of directors (the “**Board**”) of China PengFei Group Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**Annual General Meeting**”) held at Grand Meeting Room at 9/F, Jiangsu Pengfei Group, Benjiaji, Northern Suburb, Haian City, Jiangsu Province, the People’s Republic of China on Friday, 18 June 2021 at 9:30 a.m.

Reference is made to the Company’s circular (the “**Circular**”) in connection with the Annual General Meeting and notice of the Annual General Meeting (the “**Notice**”) dated 29 April 2021. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The voting results in respect of the resolutions proposed at the Annual General Meeting were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2020.	376,020,000 (100.00%)	0 (0.00%)
2.	To declare and pay a final dividend of RMB0.08 per ordinary share for the year ended 31 December 2020 out of the share premium account of the Company.	376,020,000 (100.00%)	0 (0.00%)
3.	(a) To re-elect the following retiring directors of the Company:		
	(i) Mr. Zhou Yinbiao, executive director	376,020,000 (100.00%)	0 (0.00%)
	(ii) Mr. Dai Xianru, executive director	376,020,000 (100.00%)	0 (0.00%)
	(iii) Mr. Ben Daolin, executive director	376,020,000 (100.00%)	0 (0.00%)
	(b) To authorise the board of directors of the Company to fix the remuneration of the directors.	376,020,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix their remuneration.	376,020,000 (100.00%)	0 (0.00%)
5.	(A) To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of this resolution.	376,020,000 (100.00%)	0 (0.00%)
	(B) To give a general mandate to the directors of the Company to buy-back shares not exceeding 10% of the issued share capital of the Company as at the date of this resolution.	376,020,000 (100.00%)	0 (0.00%)
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to issue shares by adding to the issued share capital of the Company the number of shares bought back under ordinary resolution no. 5(B).	376,020,000 (100.00%)	0 (0.00%)

Please refer to the Notice for the full text of the resolutions proposed at the Annual General Meeting.

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were passed as ordinary resolutions at the Annual General Meeting.

The total number of issued Shares as at the date of the Annual General Meeting was 500,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour at the Annual General Meeting as set out in rule 13.40 of the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the Annual General Meeting. No person was required under the Listing Rules to abstain from voting on the resolutions proposed at the Annual General Meeting and no party has stated its intention in the Circular to vote against or to abstain from voting the resolutions proposed at the Annual General Meeting.

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as the scrutineer for counting of votes at the Annual General Meeting.

By order of the Board
China PengFei Group Limited
Wang Jiaan
Chairman and Executive Director

Hong Kong, 18 June 2021

As of the date of this announcement, the Board comprises Mr. Wang Jiaan, Mr. Zhou Yinbiao, Mr. Dai Xianru, and Mr. Ben Daolin as executive directors, and Ms. Zhang Lanrong, Mr. Ding Zaiguo, and Mr. Mak Hing Keung, Thomas as independent non-executive directors.