

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



## Poll Results of the Extraordinary General Meeting Held on 2 February 2023

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the extraordinary general meeting (“**EGM**”) of China South City Holdings Limited (the “**Company**”) dated 17 January 2023 regarding, among other things, the deemed disposal of approximately 69.35% equity interest in Xi’an China South City Co., Ltd. Unless otherwise specified, capitalised terms used herein shall have the same respective meanings as those defined in the Circular.

The Board is pleased to announce that at the EGM of the Company held on 2 February 2023, all the proposed resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1	(a) The Investment Agreement and the Shareholders’ Agreement dated 16 December 2022 and entered into among the Seller, China South International, the Subscriber and the Target Company (as amended and/or restated from time to time) and the transactions contemplated thereunder (including, among other things, the Subscription and the grant and the exercise of the Put Option) be hereby approved, ratified and confirmed; and	4,503,902,220 (100.000000%)	0 (0.000000%)

(b) The Directors be and are hereby authorised to do all such acts and things and execute all such further documents or deeds as he/she may, in his/her absolute discretion, consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Investment Agreement, the Shareholders' Agreement and the transactions contemplated thereunder (including, among other things, the Subscription and the grant and the exercise of the Put Option), and to agree to and make such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.	4,503,902,220 (100.000000%)	0 (0.000000%)
--	--------------------------------	------------------

As more than 50% of the votes were cast in favor of each of the above resolutions, all the resolution were duly passed as ordinary resolutions.

Notes:

1. The number and percentage of votes are based on the total number of Shares voted by the Independent Shareholders at the EGM.
2. As at the date of EGM, the total number of Shares in issue was 11,441,892,848 Shares, among which Shareholders of 8,091,892,848 Shares (being the Independent Shareholders) were entitled to attend and vote for or against the resolution at the EGM.
3. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution at the EGM.
4. SZCDG, which held 3,350,000,000 Shares (representing approximately 29.28% of the Shares in issue) as at the date of the EGM, was required under the Listing Rules to abstain, and has abstained, from voting on the resolution at the EGM. To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, no other Shareholder was required under the Listing Rules to abstain from voting on the resolution at the EGM.
5. Save as disclosed in note (4) above, no party has stated its intention in the Circular to vote against or to abstain from voting on any resolution at the EGM.
6. All directors of the Company attended the EGM in person or by way of video conference.

Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed as the scrutineer for the EGM.

For and on behalf of the Board  
**China South City Holdings Limited**  
**LI Wenxiong and CHENG Chung Hing**  
*Co-Chairmen*

Hong Kong, 2 February 2023

*As at the date of this announcement, the Co-Chairmen of the Company are Mr. Li Wenxiong (Non-Executive Director) and Mr. Cheng Chung Hing (Executive Director); the Executive Directors of the Company are Ms. Geng Mei, Mr. Wan Hongtao, Mr. Qin Wenzhong and Ms. Cheng Ka Man Carman; the Non-Executive Directors of the Company are Mr. Cheng Tai Po and Ms. Shen Lifeng; and the Independent Non-Executive Directors of the Company are Mr. Leung Kwan Yuen Andrew, GBM, GBS, JP, Mr. Li Wai Keung, Mr. Hui Chiu Chung, JP and Ms. Helen Zee.*