

*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.*



**信基沙溪集团股份有限公司**  
**XINJI SHAXI GROUP CO., LTD**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3603)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 25 MAY 2023**

The Board is pleased to announce that all resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions or special resolution by way of poll at the AGM held on 25 May 2023.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Xinji Shaxi Group Co., Ltd (the “**Company**”) both dated 25 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF AGM**

The Board of the Company is pleased to announce that all of the proposed resolutions as set out in the Notice were duly passed by the Shareholders as ordinary resolutions or special resolution by way of poll at the AGM held on Thursday, 25 May 2023. The poll results in respect of the resolutions passed at the AGM are as follows:

ORDINARY RESOLUTIONS		NO. OF VOTES (APPROXIMATE %)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ <b>Directors</b> ”) and the independent auditor of the Company for the year ended 31 December 2022.	711,870,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Cheung Hon Chuen as an executive director of the Company.	711,870,000 (100%)	0 (0%)
	(b) To re-elect Mr. Mei Zuoting as an executive director of the Company.	711,870,000 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>NO. OF VOTES (APPROXIMATE %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
	(c) To re-elect Mr. Lin Lie as a non-executive director of the Company.	711,870,000 (100%)	0 (0%)
	(d) To authorise the board of Directors to fix the remuneration of all Directors.	711,870,000 (100%)	0 (0%)
3.	To re-appoint PricewaterhouseCoopers, Certified Public Accountants, as the independent auditor of the Company until the conclusion of the next annual general meeting of the Company and authorise the Board to fix their remuneration.	711,870,000 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with new Shares not exceeding 20% of the total number of issued Shares as at the date of passing this resolution.	709,413,000 (99.65%)	2,457,000 (0.35%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing this resolution.	711,870,000 (100%)	0 (0%)
6.	Conditional upon the passing of the resolutions numbered 4 and 5, to extend the general mandate granted to the Directors pursuant to resolution numbered 4 to allot, issue and deal with additional shares in the share capital of the Company by adding an amount not exceeding the amount of the Shares repurchased by the Company pursuant to the resolution numbered 5.	709,413,000 (99.65%)	2,457,000 (0.35%)

SPECIAL RESOLUTION		NO. OF VOTES (APPROXIMATE %)	
		FOR	AGAINST
7.	To approve the proposed amendments (the “ <b>Proposed Amendments</b> ”) to the existing amended and restated memorandum of association and articles of association of the Company (the “ <b>Memorandum and Articles of Association</b> ”) and to adopt the new amended and restated memorandum of association and articles of association of the Company, which contains all the Proposed Amendments, in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.	711,870,000 (100%)	0 (0%)

Please refer to the Notice for the full text of the resolutions above.

As more than 50% of votes were casted in favour of each of the above ordinary resolutions numbered 1 to 6, all of the above ordinary resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the above special resolution numbered 7, the above special resolution was duly passed as a special resolution of the Company.

## GENERAL

As at the date of the AGM, the number of issued Shares of the Company was 1,500,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no any Shares entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required to abstain from voting at the AGM under the Listing Rules and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer, which was responsible for vote-taking at the AGM.

All Directors, namely Mr. Cheung Hon Chuen, Mr. Mei Zuoting, Mr. Zhang Weixin, Mr. Yu Xuecong, Mr. Lin Lie, Ms. Wang Yixue, Dr. Zeng Zhaowu, Mr. Tan Michael Zhen Shan and Dr. Zheng Decheng, attended the AGM.

By order of the Board  
**Xinji Shaxi Group Co., Ltd**  
**Cheung Hon Chuen**  
*Chairman*

Guangzhou, the PRC, 25 May 2023

*As at the date of this announcement, the Board comprises Mr. Cheung Hon Chuen as chairman and executive Director; Mr. Mei Zuoting and Mr. Zhang Weixin as executive Directors; Mr. Yu Xuecong, Mr. Lin Lie and Ms. Wang Yixue as non-executive Directors; and Dr. Zeng Zhaowu, Mr. Tan Michael Zhen Shan and Dr. Zheng Decheng as independent non-executive Directors.*