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Times Neighborhood Holdings Limited

時代鄰里控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9928)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 MAY 2023 AND PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2022

Reference is made to the circular (the “**Circular**”) of Times Neighborhood Holdings Limited (the “**Company**”) together with the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”) both dated 28 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

ANNUAL GENERAL MEETING

At the AGM held on 30 May 2023, all the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the AGM, the total number of issued Shares was 985,672,747 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM, nor were there Shares entitling the holders to attend and abstain from voting in favour of any of the proposed resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The attendance of the Directors at the AGM was as follows:

- (a) The independent non-executive Directors, Mr. Lui Shing Ming, Brian and Dr. Wong Kong Tin, attended the AGM in person; and
- (b) The executive Directors, Ms. Wang Meng, Mr. Yao Xusheng, Ms. Xie Rao and Ms. Zhou Rui; the non-executive Directors, Mr. Bai Xihong and Mr. Li Qiang; and the independent non-executive Director, Dr. Chu Xiaoping, attended the AGM by electronic means.

The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the Directors and independent auditor of the Company for the year ended 31 December 2022.	548,438,747 (100.000000%)	1 (0.000000%)
2.	To declare a final dividend of RMB2.2 cents per Share for the year ended 31 December 2022.	548,438,748 (100.000000%)	0 (0.000000%)
3.	(a) To re-elect the following retiring Directors:		
	(i) Ms. Wang Meng as an executive Director;	548,438,748 (100.000000%)	0 (0.000000%)
	(ii) Mr. Bai Xihong as a non-executive Director; and	547,644,851 (99.855244%)	793,897 (0.144756%)
	(iii) Dr. Chu Xiaoping as an independent non-executive Director.	548,438,748 (100.000000%)	0 (0.000000%)
	(b) To authorise the Board to fix the remuneration of the Directors.	548,438,748 (100.000000%)	0 (0.000000%)
4.	To re-appoint Ernst & Young as independent auditor of the Company and to authorise the Board to fix their remuneration.	548,418,850 (99.996372%)	19,898 (0.003628%)
5.	(A) To give a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares.	546,070,543 (99.568192%)	2,368,205 (0.431808%)
	(B) To give a general mandate to the Directors to buy-back Shares not exceeding 10% of the total number of issued Shares.	548,438,748 (100.000000%)	0 (0.000000%)
	(C) To extend the general mandate granted to the Directors to allot, issue and deal with Shares by the number of Shares bought-back by the Company.	546,070,543 (99.568192%)	2,368,205 (0.431808%)

SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
6.	To approve the second amended and restated Memorandum and Articles of Association be adopted as 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 the AGM and authorise any one Director or company secretary of the Company to do all things necessary to implement the adoption of the New Memorandum and Articles of Association.	548,436,441 (99.999579%)	2,307 (0.000421%)

As more than 50% of votes were cast in favour of each of the resolutions nos. 1 to 5, all such resolutions were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the resolution no. 6, the resolution was duly passed as a special resolution of the Company. The full text of the resolutions proposed at the AGM is set out in the Notice.

PAYMENT OF FINAL DIVIDEND

The Shareholders have approved the proposed declaration for the payment of a final dividend of RMB2.2 cents per Share for the year ended 31 December 2022 at the AGM. The register of members of the Company will be closed from 6 June 2023 to 8 June 2023 (both dates inclusive), during which period no transfer of Shares will be registered. In order to determine the identity of the Shareholders who are entitled to the final dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 5 June 2023. The final dividend is expected to be paid on or around 10 July 2023 to those Shareholders whose names appeared on the register of members of the Company on 8 June 2023.

The final dividend declared to the Shareholders will be converted to HK\$ at the central parity rate of HK\$ against RMB announced by the People's Bank of China on 30 May 2023 (HK\$1.00: RMB0.90469), i.e. the payable final dividend being HK\$2.4 cents per Share.

By order of the Board
Times Neighborhood Holdings Limited
Mr. Bai Xihong
Chairman

Hong Kong, 30 May 2023

As at the date of this announcement, the Board comprises Ms. Wang Meng, Mr. Yao Xusheng, Ms. Xie Rao and Ms. Zhou Rui as executive Directors; Mr. Bai Xihong and Mr. Li Qiang as non-executive Directors; Mr. Lui Shing Ming, Brian, Dr. Wong Kong Tin and Dr. Chu Xiaoping as independent non-executive Directors.