

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.



Chongqing Hongjiu Fruit Co., Limited

重慶洪九果品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6689)

POLL RESULTS OF THE 2023 THIRD EXTRAORDINARY GENERAL MEETING, THE 2023 FIRST DOMESTIC SHARE CLASS MEETING AND THE 2023 FIRST H SHARE CLASS MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of Chongqing Hongjiu Fruit Co., Limited (the “**Company**”) is pleased to announce that the 2023 third extraordinary general meeting (the “**EGM**”), the 2023 first domestic share class meeting (the “**Domestic Share Class Meeting**”) and the 2023 first H share class meeting (the “**H Share Class Meeting**”) (collectively, the “**Meetings**”) were successively held at 10:00 a.m. on Wednesday, May 31, 2023 at the Conference Room, 22/F, Block B, CREG Fenghui International, 3 Donghu South Road, Yubei District, Chongqing, the PRC.

Reference is made to the circular of the Company (the “**Circular**”) dated May 16, 2023. Unless the context otherwise requires, the terms used in this announcement shall have the same meanings as those defined in the Circular.

ATTENDANCE OF THE MEETINGS

The Meetings were chaired by Mr. Deng Hongjiu, the Chairman of the Board. Mr. Deng Hongjiu, Ms. Jiang Zongying, Mr. Peng He, Mr. Yang Junwen and Ms. Tan Bo, as Directors, attended the Meetings personally. Voting at the Meetings was conducted by way of poll. The Meetings were convened and held in accordance with the applicable PRC laws and regulations, the Listing Rules and the Articles of Association.

As at the date of the Meetings, the details regarding the number of Shares entitling the Shareholders to attend and vote at the Meetings are as follows:

- the total number of issued Shares was 1,417,066,406, including 469,672,221 Domestic Shares and 947,394,185 H Shares, being the total number of Shares entitling the holders to attend and vote at the EGM;
- the total number of issued Domestic Shares was 469,672,221, being the total number of Domestic Shares entitling the holders to attend and vote at the Domestic Share Class Meeting; and

- the total number of issued H Shares was 947,394,185, being the total number of H Shares entitling the holders to attend and vote at the H Share Class Meeting.

Mr. Deng, being an executive Director and one of the Controlling Shareholders, is one of the contractual parties of the Share Subscription Agreement. China Agricultural, an existing Shareholder, is the limited partner of Chongqing Zhongken, one of the Subscribers. In addition, the general partner and fund manager of China Agricultural is Zhaoken Capital Management (Beijing) Co., Ltd. (招墾資本管理(北京)有限公司), which is also the general partner and fund manager of Guizhou Zhongken and Hunan Zhongken, both the Subscribers. As such, China Agricultural is an associate of certain of the Subscribers. Therefore, the Controlling Shareholders (including Mr. Deng) and China Agricultural abstained from voting on the resolutions for approving (i) the plan for issuance of Shares of the Company; (ii) entering into conditional Share Subscription Agreement between the Company and the Subscribers; and (iii) authorization to the Board and its authorized persons to proceed with matters in connection with issuance of Shares at the Meetings. As at the date of this announcement, to the extent that the Directors are aware having made all reasonable enquiries, (i) the Controlling Shareholders hold 626,026,050 Shares in total, representing approximately 44.18% of the total issued share capital of the Company, and (ii) China Agricultural holds 89,518,095 Shares, representing approximately 6.32% of the total issued share capital of the Company. Save as disclosed above, to the best of the knowledge, information and belief of the Directors after having made all reasonable inquiries, no other Shareholder had any material interests in the matters considered at the Meetings and was required to abstain from voting at the Meetings. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the Meetings as required by Rule 13.40 of the Listing Rules. No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any resolution proposed at the Meetings.

The attendance of the Meetings is as follows:

- Shareholders and their proxies holding 203,168,616 Shares with voting rights in aggregate, representing approximately 14.34% of the total issued Shares, attended the EGM;
- Domestic Shareholders and their proxies holding 52,841,922 Domestic Shares with voting rights in aggregate, representing approximately 11.25% of the total issued Domestic Shares, attended the Domestic Share Class Meeting; and
- H Shareholders and their proxies holding 130,388,775 H Shares with voting rights in aggregate, representing approximately 13.76% of the total issued H Shares, attended the H Share Class Meeting.

A Supervisor of the Company, Zhong Lun Law Firm and Computershare Hong Kong Investor Services Limited, the H share registrar of the Company in Hong Kong, acted as the scrutineer at the Meetings. And two Shareholders' representatives of the Company acted as the counting officers at the Meetings.

POLL RESULTS OF THE MEETINGS

EGM

The poll results of the resolutions proposed at the EGM were as follows:

SPECIAL RESOLUTIONS		Number of Votes (approximate percentage (%))		
		For	Against	Abstain ⁽¹⁾
1.	To consider and approve resolution on the plan for issuance of Shares of the Company	162,838,480 (99.988579%)	18,600 (0.011421%)	28,400 –
2.	To consider and approve resolution on entering into the conditional share subscription agreements between the Company and subscribers	185,217,997 (99.989959%)	18,600 (0.010041%)	28,400 –
3.	To consider and approve resolution on authorization to the Board and its authorized persons to proceed with matters in connection with issuance of Shares	162,781,180 (99.953395%)	75,900 (0.046605%)	28,400 –
4.	To consider and approve resolution on amendments to the Articles of Association of Chongqing Hongjiu Fruit Co., Limited and application for change of industrial and commercial registration	180,742,099 (99.989710%)	18,600 (0.010290%)	28,400 –

Note:

- (1) Any shares, the holder of which abstains from voting on a particular resolution or fails to vote on a particular resolution, shall not be counted in the poll results.

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of Resolutions No. 1 to No. 4 above, these resolutions were duly passed as special resolutions at the EGM.

Domestic Share Class Meeting

The poll results of the resolutions proposed at the Domestic Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		Number of Votes (approximate percentage (%))		
		For	Against	Abstain
1.	To consider and approve resolution on the plan for issuance of Shares of the Company	52,841,922 (100.000000%)	0 (0.000000%)	0 (0.000000%)
2.	To consider and approve resolution on entering into the conditional share subscription agreements between the Company and subscribers	52,841,922 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3.	To consider and approve resolution on authorization to the Board and its authorized persons to proceed with matters in connection with issuance of Shares	52,841,922 (100.000000%)	0 (0.000000%)	0 (0.000000%)

As more than two-thirds of the votes from the Domestic Shareholders (including their proxies) attending the Domestic Share Class Meeting were cast in favour of Resolutions No. 1 to No. 3 above, such resolutions were duly passed as special resolutions at the Domestic Share Class Meeting.

H Share Class Meeting

The poll results of the resolutions proposed at the H Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		Number of Votes (approximate percentage (%))		
		For	Against	Abstain ⁽¹⁾
1.	To consider and approve resolution on the plan for issuance of Shares of the Company	130,341,775 (99.985732%)	18,600 (0.014268%)	28,400 –
2.	To consider and approve resolution on entering into the conditional share subscription agreements between the Company and subscribers	107,962,258 (99.982775%)	18,600 (0.017225%)	28,400 –
3.	To consider and approve resolution on authorization to the Board and its authorized persons to proceed with matters in connection with issuance of Shares	130,284,475 (99.941777%)	75,900 (0.058223%)	28,400 –

Note:

- (1) Any shares, the holder of which abstains from voting on a particular resolution or fails to vote on a particular resolution, shall not be counted in the poll results.

As more than two-thirds of the votes from the H Shareholders (including their proxies) attending the H Share Class Meeting were cast in favour of Resolutions No. 1 to No. 3 above, such resolutions were duly passed as special resolutions at the H Share Class Meeting.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The amendments to the Articles of Association have been approved by the Shareholders at the EGM by way of special resolution. The amended Articles of Association will take effect from the date of completion of the Issuance. Prior to that, the existing Articles of Association of the Company shall remain valid.

By order of the Board
Chongqing Hongjiu Fruit Co., Limited
Deng Hongjiu
Chairman of the Board and Executive Director

Chongqing, the PRC
 May 31, 2023

As at the date of this announcement, the Board comprises Mr. Deng Hongjiu as the chairman of the Board and an executive Director, Ms. Jiang Zongying, Mr. Peng He, Mr. Yang Junwen and Ms. Tan Bo as executive Directors, Mr. Xia Bei, Mr. Dong Jiaxun and Mr. Chen Tongtong as non-executive Directors, and Ms. Xu Kemei, Ms. Liu Xiuqin, Mr. An Rui and Mr. Liu Anzhou as independent non-executive Directors.