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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 27 JUNE 2023

The board of directors (the “**Board**”) of Kaisa Group Holdings Ltd. (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 27 June 2023, the proposed resolutions as set out in the notice of the AGM dated 24 May 2023 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Terms used herein shall, unless otherwise defined, have the same meaning as those used in the notice of the AGM and the circular of the Company both dated 24 May 2023. The poll results in respect of the resolution proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (Approx. %)	
		For	Against
1.	To receive, consider and adopt the report of the directors of the Company (the “ Directors ”), the audited consolidated financial statements and the independent auditor’s report for the year ended 31 December 2021.	4,005,047,117 (100.00%)	0 (0.00%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
2.	To receive, consider and adopt the report of the Directors, the audited consolidated financial statements and the independent auditor’s report for the year ended 31 December 2022.	4,005,047,117 (100.00%)	0 (0.00%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

* For identification purposes only

Ordinary Resolutions		Number of Votes (Approx. %)	
		For	Against
3.	To re-elect Mr. SUN Yuenan, as an executive Director.	4,003,949,091 (99.97%)	1,098,026 (0.03%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
4.	To re-elect Mr. MAI Fan, as an executive Director.	4,004,391,117 (99.98%)	656,000 (0.02%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
5.	To re-elect Mr. Li Haiming, as an executive Director.	4,003,950,322 (99.97%)	1,096,795 (0.03%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
6.	To re-elect Mr. KWOK Hiu Kwan, as an executive Director.	4,001,128,493 (99.90%)	3,918,624 (0.10%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
7.	To re-elect Ms. CHEN Shaohuan, as a non-executive Director.	4,000,372,543 (99.88%)	4,674,574 (0.12%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8.	To re-elect Mr. LIU Xuesheng, as an independent non-executive Director.	4,005,045,886 (99.99%)	1,231 (0.01%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
9.	To authorise the board of directors of the Company (the “ Board ”) to fix the remuneration of the Directors.	4,005,045,886 (99.99%)	1,231 (0.01%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
10.	To re-appoint Elite Partners CPA Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	4,005,045,886 (99.99%)	1,231 (0.01%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary Resolutions		Number of Votes (Approx. %)	
		For	Against
11.	To grant a general mandate to the Directors to buy back the Shares not exceeding 10 per cent. of the number of the issued Shares of the Company (the “Shares”) at the date of passing of this Resolution.	4,005,047,117 (100.00%)	0 (0.00%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
12.	To grant a general mandate to the Directors to allot and issue new Shares not exceeding 20 per cent. of the number of the issued Shares at the date of passing of this Resolution.	2,453,235,501 (61.25%)	1,551,811,616 (38.75%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
13.	To extend the general mandate by resolution no. 12 to issue additional Shares, representing the number of the Shares bought back by the Company granted by resolution no. 11.	2,453,990,215 (61.27%)	1,551,056,902 (38.73%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
14.	To consider, ratify and confirm the failure to hold the 2021 annual general meetings of the Company in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and (non-compliances resulted therefrom) and to effect the matters required by the articles of association of the Company at such annual general meetings (including but not limited to the rotation of the Directors and the appointment of auditors).	4,005,047,117 (100.00%)	0 (0.00%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
Special Resolution		Number of Votes (Approx. %)	
		For	Against
15.	To adopt the amended and restated articles of association.	3,978,687,310 (99.34%)	26,359,807 (0.66%)
As more than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			

* The full text of Resolutions 11, 12 and 13 are set out in the notice of AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for vote-taking at the AGM.

As at the date of the AGM, the total number of 7,015,468,487 Shares were in issue and entitled the Shareholders to attend and vote for or against the resolution proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Listing Rules. There were no Shareholders that are required under the Listing Rules to abstain from voting or stated his intention in the circular of the Company dated 24 May 2023 to vote against the resolutions.

The attendance record of the Director at the AGM are as follows:

*Mr. Mai Fan (Executive Director),
Mr. Rao Yong (Independent Non-executive Director),
Mr. Zhang Yizhao (Independent Non-executive Director) and
Mr. Liu Xuesheng (Independent Non-executive Director).*

By Order of the Board
KAISA GROUP HOLDINGS LTD.
Kwok Ying Shing
Chairman and Executive Director

Hong Kong, 27 June 2023

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Mai Fan, Mr. Li Haiming and Mr. Kwok Hiu Kwan; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Rao Yong, Mr. Zhang Yizhao and Mr. Liu Xuesheng.