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Wenye Group Holdings Limited

文業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1802)

POLL RESULTS OF EXTRAODINARY GENERAL MEETING HELD ON 21 JULY 2023

Reference is made to the circular (the “**Circular**”) of Wenye Group Holdings Limited (the “**Company**”) dated 30 June 2023, the notice of the extraordinary general meeting (the “**EGM**”) of the Company dated 30 June 2023 and the clarification announcement dated 10 July 2023 (the “**Clarification Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular and the Clarification Announcement unless the context requires otherwise.

POLL RESULTS OF THE EGM

The Board announces that at the EGM all the resolutions (the “**Resolutions**”) proposed at the EGM as set out in the EGM Notice were duly voted by the shareholders of the Company (the “**Shareholders**”) by way of poll.

At the EGM, an objection was raised by a Shareholder (the “**Objector**”) regarding the qualification and admissibility of Ocean Coalesce to vote at the EGM. Article 14.7 of the Article of Association provides that, “No objection shall be raised as to the qualification of any person exercising or purporting to exercise any vote or to the admissibility of any vote except at the meeting or adjourned meeting at which the person exercising or purporting to exercise his vote or the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. In the case of any dispute as to the admission or rejection of any vote, the Chairman of the meeting shall determine the same and such determination shall be final and conclusive.”

The chairman of the EGM (the “**Chairman**”) must consider whether the Objector’s objection is an objection to the qualification of the vote or the admissibility of the vote and whether or not the

objection has been brought forward at the EGM where the vote is tendered.

In this case, it appeared to the Chairman that an objection had been made against the qualification of Ocean Coalesce and the admissibility of its vote. In addition, it was clear that it had been brought forward at the EGM where the vote was tendered.

Following due consideration and consultation with the Company's legal advisers, the Chairman declared that the voting rights purportedly held by Ocean Coalesce should be rejected.

As at the date of the EGM, there were a total of 594,000,000 shares in issue. According to the disclosure of interest forms filed to The Stock Exchange of Hong Kong Limited and the Requisition Notice requesting the convening of the EGM received by the Company on 9 June 2023, a total of 150,000,000 Shares (the "**Objected Shares**") were identified as being beneficially held by Ocean Coalesce through a CCASS participant. Accordingly, the voting of the Objected Shares at the EGM were rejected by the Chairman. After deduction of the 150,000,000 Objected Shares, there were a total of 444,000,000 Shares entitling the Shareholders to attend and vote on the Resolutions. There were no shares entitling the Shareholders to attend the EGM and abstain from voting in favour of any of the Resolutions as set out in Rule 13.40 of the Listing Rules. None of the Shareholders had stated his/her/its intention in the Circular to vote against any of the Resolutions or to abstain from voting at the EGM.

As such, the total number of Shares that the Shareholders had attended and voted for or against the Resolutions at the EGM was 263,623,500 Shares.

ZHONGHUI ANDA CPA Limited, the Company's Auditor, acted as the scrutineer for the vote-taking at the EGM.

Set out below is the poll results in respect of the Resolutions proposed at the EGM and put to vote at the EGM:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
1.	THAT, Mr. Li Pak San be appointed as an executive Director of the Company with immediate effect upon passing of this resolution and the board of directors of the Company be authorised to fix his remuneration.	300,000 (0.11%)	263,323,500 (99.89%)
2.	THAT, Ms. Jiang Qunying be appointed as an independent non-executive Director of the Company with immediate effect upon passing of this resolution and the board of directors of the Company be authorised to fix her remuneration.	300,000 (0.11%)	263,323,500 (99.89%)

As more than 50% of the votes were cast against the Resolutions above, they were not passed as ordinary resolutions of the Company at the EGM.

The executive Directors Mr. Fan Shaozhou, Mr. Kong Guojing and Mr. Peng Weizhou and non-executive Directors Mr. Chen Li and Mr. Li Hongxing attended the EGM in person. The non-executive Director Shen Peng and independent non-executive Directors Ms. Yi Xiaopei and Mr. Gao Rongshun were absent at the EGM due to other engagement.

By Order of the Board of
Wenye Group Holdings Limited
Fan Shaozhou
Chairman and Chief Executive Officer

Shenzhen, PRC, 21 July 2023

As at the date of this announcement, the Board comprises (i) three executive directors, namely, Mr. Fan Shaozhou (Chairman), Mr. Kong Guojing (Co-Chairman), and Mr. Peng Weizhou; (ii) three non-executive directors, namely, Mr. Chen Li, Mr. Shen Peng, and Mr. Li Hongxing; and (iii) two independent non-executive directors, namely, Ms. Yi Xiaopei and Mr. Gao Rongshun.