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**Shenzhen Pagoda Industrial (Group) Corporation Limited**  
**深圳百果園實業（集團）股份有限公司**

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

**(Stock Code: 2411)**

- (1) POLL RESULTS OF 2023 ANNUAL GENERAL MEETING  
HELD ON THURSDAY, JUNE 6, 2024;**  
**(2) DISTRIBUTION OF FINAL DIVIDEND IN CASH;**  
**(3) ELECTION OF NON-EXECUTIVE DIRECTOR;**  
**(4) CHANGE OF COMPOSITION IN BOARD COMMITTEES;**  
**(5) RE-COMPLIANCE WITH RULE 3.21 OF THE LISTING  
RULES;**  
**AND**  
**(6) AMENDMENT TO THE ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of Shenzhen Pagoda Industrial (Group) Corporation Limited (the “**Company**”) announces that at the 2023 annual general meeting (the “**AGM**”) held on Thursday, June 6, 2024, all the proposed resolutions as set out in the notice of the AGM were duly passed by the shareholders of the Company (the “**Shareholder(s)**”) by way of poll.

Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated April 29, 2024 (the “**Circular**”).

**1. POLL RESULTS OF THE AGM**

The AGM held on Thursday, June 6, 2024 was convened by the Board and chaired by Mr. YU Huiyong, executive Director and the chairman of the Board. All Directors attended the AGM.

As at the date of the AGM, the total number of issued Shares was 1,588,544,000 shares, comprising 405,927,395 Unlisted Shares and 1,182,616,605 H Shares, which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the AGM.

Zhongcheng Trust Co., Ltd.\* (中誠信託有限責任公司) and Zhonghang Trust Co., Ltd.\* (中航信託股份有限公司), the trustees for the 2023 share award scheme of the Company, abstained from voting at the AGM with respect to 66,701,500 H Shares held by them in accordance with Rule

17.05A of the Listing Rules.

Shareholders and valid proxies holding an aggregate of 390,555,019 Shares with voting rights, representing approximately 24.59% of the total issued Shares, entitling the holders thereof to vote at the AGM, were present at the AGM.

Saved as disclosed above, there were no Shareholders who were entitled to attend the AGM but required to abstain from voting in favour of the resolutions as required by Rule 13.40 of the Listing Rules and none of the Shareholders was required to abstain from voting at the AGM pursuant to the requirements of the Listing Rules. No Shareholder has stated the intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

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

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the work report of board of directors of the Company for 2023;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
2.	To consider and approve the work report of the board of supervisors of the Company for 2023;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
3.	To consider and approve the final financial accounts of the Company and its subsidiaries for 2023;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
4.	To consider and approve the Company's 2023 annual report;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
5.	To consider and approve the Company's 2023 profit distribution plan;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
6.	To consider and confirm the remuneration of the Company's directors for 2023;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
7.	To consider and confirm the remuneration of the Company's supervisors for 2023;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
8.	To consider and approve the Company's 2024 financial budgets;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
9.	To consider and approve the re-appointment of the Company's auditors for 2024 and to authorise the audit committee of the board of directors of the Company to determine their remuneration matters;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
10.	To consider and approve the remuneration plan for the members of the board of directors of the Company for 2024;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass

11.	To consider and approve the remuneration plan for the members of the board of supervisors of the Company for 2024;	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
12.	To consider and appoint Mr. SUN Kai as a non-executive director of the second session of the board of directors of the Company;	390,515,285 (99.99%)	39,734 (0.01%)	0 (0.00%)	Pass
<b>Special Resolutions</b>		<b>Number of Votes (%)</b>			<b>Voting Results</b>
		<b>For</b>	<b>Against</b>	<b>Abstain</b>	
13.	To consider and approve the proposed granting of a general mandate to the board of directors to repurchase H shares of the Company; and	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass
14.	To consider and approve the proposed amendment to the Articles of Association of Shenzhen Pagoda Industrial (Group) Corporation Limited.	390,555,019 (100.00%)	0 (0.00%)	0 (0.00%)	Pass

As more than half of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of the above resolutions numbered 1 to 12, such resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of the above resolutions numbered 13 to 14, such resolutions were duly passed as special resolutions.

The Company's H share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## 2. DISTRIBUTION OF FINAL DIVIDEND IN CASH

The distribution of a final dividend in cash of RMB0.043 (including tax) per Share (the “**Final Dividend**”) was approved by the Shareholders at the AGM by an ordinary resolution. The Final Dividend is denominated in RMB and will be paid to the Unlisted Shareholders and H Shareholders in RMB and Hong Kong dollar (“**HKD**”), respectively. The amount of HKD payable is calculated at the average exchange rate of the RMB against HKD issued by the People's Bank of China five business days preceding the AGM, which is HKD1.00 to RMB0.909546. Accordingly, the Company adopted the exchange rate of RMB1.00 to HKD1.10 and the Final Dividend to be paid per H Share is HKD0.0473 (including tax). The Final Dividend will be paid to Shareholders on or about July 19, 2024. For details on taxation matters in relation to the Final Dividend, please refer to the 2023 Annual Report published on April 26, 2024.

To determine the eligibility of Shareholders to receive Final Dividend, the register of members of the Company will be closed from Thursday, June 13, 2024 to Tuesday, June 18, 2024 (both days inclusive), during which period no transfer of Shares can be registered. Shareholders whose names

appear on the register of members of the Company on Tuesday, June 18, 2024 will be entitled to receive the Final Dividend for 2023. To be eligible to receive the Final Dividend for 2023, for H Shareholders, all the transfer documents accompanied with the relevant share certificates and other appropriate documents must be lodged for registration with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for H Shareholders no later than 4:30 p.m. on Wednesday, June 12, 2024.

### **3. ELECTION OF NON-EXECUTIVE DIRECTOR**

Mr. SUN Kai (孫鏞) (“**Mr. SUN**”) was elected by the Shareholders as a non-executive Director of the second session of the Board at the AGM by way of ordinary resolution.

For biographical details and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to Mr. SUN, please refer to the Circular. Mr. SUN's term commences upon his election at the AGM and shall expire at the end of the second session of the Board.

The Company would like to extend a warm welcome to Mr. SUN for joining the Board.

### **4. CHANGE OF COMPOSITION IN BOARD COMMITTEES**

Reference is made to the announcement of the Company dated April 12, 2024 (the “**Announcement**”). Upon the election and appointment of Mr. SUN as a non-executive Director at the AGM, he has served as a member of each of the audit committee and the strategic committee of the Board with immediate effect.

### **5. RE-COMPLIANCE WITH RULE 3.21 OF THE LISTING RULES**

Reference is made to the Announcement. Following the appointment of Mr. SUN as a member of the audit committee of the Board as abovementioned, the Company has re-complied with the requirement of comprising a minimum of three members in audit committee under Rule 3.21 of the Listing Rules.

### **6. AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the Announcement and the Circular. The proposed amendment to the Articles of Association was approved by the Shareholders at the AGM by way of special resolution. Accordingly, the amended and restated Articles of Association shall be effective from the date of the AGM. The full text of the amended and restated Articles of Association will be published at the websites of the Company ([www.pagoda.com.cn](http://www.pagoda.com.cn)) and the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

By order of the Board  
**Shenzhen Pagoda Industrial (Group) Corporation Limited**  
深圳百果園實業（集團）股份有限公司  
**YU Huiyong**  
*Chairman and Executive Director*

Shenzhen, the People's Republic of China  
June 6, 2024

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. YU Huiyong, Ms. XU Yanlin, Mr. TIAN Xiqiu, Mr. JIAO Yue and Mr. ZHU Qidong as executive Directors, Mr. SUN Kai as non-executive Director, and Dr. JIANG Yanbo, Mr. MA Ruiguang, Dr. WU Zhanchi, Mr. CHEUNG Yee Tak Jonathan and Ms. ZHU Fang as independent non-executive Directors.*