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Zhongshi Minan Holdings Limited

中食民安控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8283)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JUNE 2024

The Board of Directors (the “**Board**”) of the Company is pleased to announce that all the proposed resolutions as set out in the AGM Notice dated 4 June 2024 were duly passed by the Shareholders at the AGM held on 26 June 2024 by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”), both dated 4 June 2024, of the annual general meeting (the “**AGM**”) of Zhongshi Minan Holdings Limited (the “**Company**”), held on 26 June 2024. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the AGM Notice unless the context requires otherwise.

POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of Shares in issue was 2,000,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions proposed at the AGM. No person has stated his/her/its intention to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Shareholders representing 597,420,000 Shares were present, in person or by proxy or corporate representative, at the AGM. The Board announces that the poll results of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the independent auditors of the Company for the year ended 31 December 2023;	597,420,000 (100%)	0 (0%)
2.	To re-elect Mr. CHEN Huichun as an independent non-executive Director;	597,420,000 (100%)	0 (0%)
3.	To re-elect Mr. WANG Lei as an executive Director;	597,420,000 (100%)	0 (0%)
4.	To re-elect Mr. FENG Wei as an executive Director;	597,420,000 (100%)	0 (0%)
5.	To re-elect Ms. WU Mengmeng as an executive Director;	597,420,000 (100%)	0 (0%)
6.	To re-elect Mr. LI Xiaodong as a non-executive Director;	597,420,000 (100%)	0 (0%)
7.	To authorise the Board of Directors to fix the Directors' remuneration;	597,420,000 (100%)	0 (0%)
8.	To appoint CL Partners CPA Limited as the auditors of the Company and to authorise the Board to fix the auditors' remuneration;	597,420,000 (100%)	0 (0%)
9.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with new shares of the Company (including any sale or transfer of treasury shares out of treasury) with the aggregate number not exceeding 20% of the total number of issued shares of the Company as at the date of passing of the relevant resolution at the Annual General Meeting. (Resolution no. 9 of the AGM Notice)*;	597,420,000 (100%)	0 (0%)

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
10.	To grant a general and unconditional mandate to the Directors to purchase or repurchase the Company's shares of an aggregate number not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of the relevant resolution at the Annual General Meeting. (Resolution no. 10 of the AGM Notice)*; and	597,420,000 (100%)	0 (0%)
11.	To extend the general and unconditional mandate granted to the Directors under resolution no. 9 by an amount representing the aggregate number of shares purchased or repurchased by the Company under resolution no. 10, provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of the relevant resolution at the Annual General Meeting. (Resolution no. 11 of the AGM Notice)*.	597,420,000 (100%)	0 (0%)

* *The Resolutions above are disclosed by way of a summary only. Please refer to the full text of the Resolutions as set out in the AGM Notice for details.*

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions by way of poll at the AGM.

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

Mr. Wang Lei, Mr. Feng Wei, Mr. Chua Boon Hou (Cai Wenhao), Ms. Wu Mengmeng, Mr. Li Xiaodong, Mr. Chen Huichun, Mr. Gao Yan and Mr. Zhao Wei attended the AGM either in person or via electronic means. Mr. Zhao Yanjiao was unable to attend the AGM due to other business engagements.

APPOINTMENT OF AUDITOR

Reference is also made to the announcement of the Company dated 30 May 2024 and the Circular in relation to, among others, the proposed change of auditor of the Company. Following the passing of the ordinary resolution in relation to the proposed change of auditor by the Shareholders at the AGM, the Board is pleased to announce that CL Partners CPA Limited has been appointed as the auditor of the Company for the year ending 31 December 2024, with effect immediately after the conclusion of the AGM and until the conclusion of the next annual general meeting of the Company.

By order of the Board
Zhongshi Minan Holdings Limited
WANG Lei

Co-Chairman, Chief Executive Officer and Executive Director

Hong Kong, 26 June 2024

As at the date of this announcement, the executive Directors are Mr. WANG Lei, Mr. FENG Wei, Mr. CHUA Boon Hou (CAI Wenhao) and Ms. WU Mengmeng; the non-executive Directors are Mr. LI Xiaodong and Mr. ZHAO Yanjiao; and the independent non-executive Directors are Mr. CHEN Huichun, Mr. GAO Yan and Mr. ZHAO Wei.

*This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.*

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