

*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.*

## **DIFFER GROUP AUTO LIMITED**

### **鼎豐集團汽車有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 6878)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 AUGUST 2024**

The Board is pleased to announce that all the proposed resolutions set out in the Notice (as defined below) were duly passed by way of poll at the annual general meeting of the Company held on 29 August 2024 (the “AGM”).

Reference is made to the circular (the “**Circular**”) of Differ Group Auto Limited (the “**Company**”) dated 30 July 2024 and in the notice of AGM (the “**Notice**”) contained herein. Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE AGM**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the proposed resolutions set out in the Notice were duly passed by way of poll at the AGM.

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

As at the AGM date, the total number of issued shares in the Company was 939,423,988 Shares, which was equivalent to the total number of Shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against the proposed resolutions at the AGM. To the best of the Directors’ knowledge, belief and information, no Shareholders had a material interest in the resolutions proposed at the AGM. No Shareholders were entitled to attend the AGM and abstain from voting in favour of the required resolutions under the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on the proposed resolutions at the AGM. No

Shareholders were entitled to attend and vote only against any resolutions at the AGM. No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any proposed resolutions at the AGM.

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

ORDINARY RESOLUTIONS		Number of Shares represented by votes cast (Approximate %)		Total votes
		FOR	AGAINST	
1	To receive and consider the audited consolidated financial statements and the reports of the directors (the “ <b>Directors</b> ”) and auditors of the Company for the year ended 31 December 2023	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
2	To re-elect Dr. Feng Xiaogang as an executive Director	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
3	To re-elect Mr. Chan Sing Nun as an independent non-executive Director	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
4	To re-elect Mr. Lam Kit Lam as an independent non-executive Director	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
5	Authorise the board of Directors (the “ <b>Board</b> ”) to fix the Directors’ remunerations	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
6	To re-appoint SFAI (HK) CPA Limited (formerly known as Yongtuo Fuson CPA Limited) as the auditors of the Company and to authorise the Board to fix their remuneration	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
7	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Shares	132,162,064 (98.817%)	1,582,199 (1.183%)	133,744,263
8	To grant the general mandate to the Directors to repurchase the Shares	132,162,263 (98.817%)	1,582,000 (1.183%)	133,744,263
9	To add the nominal amount of the Shares repurchased by the Company under repurchase mandate granted under resolution numbered 8 to the general mandate granted to the Directors under resolution numbered 7	132,162,064 (98.817%)	1,582,199 (1.183%)	133,744,263

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions, all the proposed resolutions were duly passed as ordinary resolutions of the Company by way of poll at the AGM. Mr. NG Chi Chung and Mr. CHAN Sing Nun attended the AGM in person; Dr. FENG Xiaogang, Mr. TONG Lu, Mr. KANG Fuming, Mr. LAM Kit Lam and Ms. CHUANG Yin Lam attended the AGM by electronic means.

By order of the Board of  
**Differ Group Auto Limited**  
**Ng Chi Chung**  
*Chairman and Executive Director*

Hong Kong, 29 August 2024

*As at the date of this announcement, the executive Directors are Mr. NG Chi Chung, Dr. FENG Xiaogang and Mr. TONG Lu; the non-executive Director is Mr. KANG Fuming; and the independent non-executive Directors are Mr. CHAN Sing Nun, Mr. LAM Kit Lam and Ms. CHUANG Yin Lam.*