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**XINHUA NEWS MEDIA HOLDINGS LIMITED**

**新華通訊頻媒控股有限公司**

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

**(Stock Code: 309)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 25 SEPTEMBER 2024  
AND  
RETIREMENT OF DIRECTOR**

The Board announces that the resolutions proposed at the AGM held on 25 September 2024 (except resolution numbered 2(c)) were duly passed by the Shareholders attending and voting by way of poll.

The board (the “**Board**”) of directors (the “**Directors**”) of Xinhua News Media Holdings Limited (the “**Company**”) hereby announces that the annual general meeting of the Company held at United Conference Centre, 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 25 September 2024 at 10:00 a.m. (the “**AGM**”).

**POLL RESULTS OF THE AGM**

*The poll results of the AGM are as follows:*

		<b>Number of Votes (%)</b>	
<b>Ordinary Resolutions</b>		<b>For</b>	<b>Against</b>
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the Directors and auditors for the year ended 31 March 2024.	<b>745,165,680 (100%)</b>	<b>0 (0.00%)</b>

		Number of Votes (%)	
		For	Against
	<b>Ordinary Resolutions</b>		
2.	<del>(a) To re-elect Mr. Leung Cheung Hang as an executive Director.</del>	2(a) is deleted in its entirety	
	(b) To re-elect Ms. Wang Guan as a non-executive Director.	696,025,680 (100%)	0 (0.00%)
	(c) To re-elect Mr. Wang Chunping as a non-executive Director.	135,948,550 (18.24%)	609,217,130 (81.76%)
	(d) To re-elect Mr. Wang Qi as an independent non-executive Director.	745,165,680 (100%)	0 (0.00%)
3.	To authorise the board of directors of the Company to fix the respective directors' remuneration.	745,165,680 (100%)	0 (0.00%)
4.	To re-appoint CCTH CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	745,165,680 (100%)	0 (0.00%)
5.	To give a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the aggregate number of the issued shares of the Company as at the date of passing of this resolution.	745,165,680 (100%)	0 (0.00%)
6.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company not exceeding 20% of the number of the issued shares of the Company as at the date of passing this resolution.	745,165,680 (100%)	0 (0.00%)
7.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of shares repurchased by the Company.	745,165,680 (100%)	0 (0.00%)

	<b>Special Resolution</b>	<b>For</b>	<b>Against</b>
8.	To approve the proposed amendments of the existing amended and restated memorandum of association and amended and restated articles of association of the Company and the adoption of the second amended and restated memorandum of association and the second amended and restated articles of association of the Company (incorporating the proposed amendments).	745,165,680 (100%)	0 (0.00%)

The full text of the above resolutions are set out in the notice and the supplemental notice of the AGM dated 31 July 2024 and 3 September 2024 respectively (the “**Notices**”). Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Notices.

As more than 50% of the votes were cast in favour of the resolutions numbered 1, 2(b), 2(d), 3, 4, 5, 6 and 7, these resolutions were duly passed as ordinary resolutions of the Company by the Shareholders by way of poll at the AGM. As more than 75% of the votes were cast in favour of the resolution numbered 8, the resolution was duly passed as special resolution of the Company by the Shareholders by way of poll at the AGM.

However, as less than 50% of the votes were cast in favour of the resolution number 2(c), this resolution was not passed as ordinary resolution of the Company by the Shareholders by way of poll at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 1,931,069,796 shares, which was the total number of shares of the Company entitling the shareholders to attend and vote on the resolutions at the AGM. There were no treasury Shares held by the Company and there were no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM.

There were no restrictions on any shareholders of the Company to cast votes on any of the resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Company’s circular dated 31 July 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.

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

Except Mr. Wang Chunping and Ms. Wang Guan, all other Directors attended the AGM in person or by electronic means.

## **RETIREMENT OF DIRECTOR**

As the proposed ordinary resolution numbered 2(c) for the re-election of Mr. Wang Chunping (“**Mr. Wang**”) as a non-executive Director was not passed at the AGM, Mr. Wang retired as a non-executive Director with effect from the conclusion of the AGM (the “**Retirement**”) accordingly. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, the Board is not aware of any disagreement with Mr. Wang and any matter relating to the Retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Company wishes to express its appreciation for Mr. Wang for his valuable contribution during his tenure of office.

By order of the Board  
**Xinhua News Media Holdings Limited**  
**Tsui Kwok Hing**  
*Co-Chairman*

Hong Kong, 25 September 2024

*As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Lo Kou Hong and Mr. Tsui Kwok Hing; a non-executive Director, namely, Ms. Wang Guan; and three independent non-executive Directors, namely, Mr. Wang Qi, Mr. Yau Pak Yue and Mr. Leung Nga Tat.*