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民銀資本控股有限公司

CMBC CAPITAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1141)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 31 DECEMBER 2024**

The Board is pleased to announce that the proposed ordinary resolution as set out in the Notice was duly passed by the independent Shareholders at the SGM held on 31 December 2024 by way of poll.

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of the special general meeting (the “**SGM**”) of CMBC Capital Holdings Limited (the “**Company**”) both dated 13 December 2024. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the proposed ordinary resolution as set out in the Notice was duly passed by the independent Shareholders at the SGM held on 31 December 2024 by way of poll.

Details of the poll results of the SGM are set out as follows:

Ordinary Resolution <i>(Note a)</i>		Number of Votes <i>(Note b)</i> (Approximate %)	
		For	Against
1.	To approve the Service Agreement and the transactions contemplated thereunder, and the Proposed Annual Caps.	1,854,089 (91.04%)	182,430 (8.96%)

Notes:

- (a) The full text of the above ordinary resolution is set out in the Notice.
- (b) Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the voting of the resolution proposed at the SGM had been taken by poll. The number and percentage of votes are based on the total number of shares voted by the shareholders at the SGM in person or by proxy.
- (c) As a majority of the votes was cast in favour of the ordinary resolution, the ordinary resolution was duly passed.
- (d) The total number of shares of the Company in issue as at the date of the SGM: 1,099,255,693 shares, among which no shares were repurchased shares pending cancellation and no treasury shares were held by the Company (including any treasury shares held or deposited with The Central Clearing and Settlement System (“**CCASS**”). As at 4:30 p.m., 23 December 2024, there were no repurchased shares pending cancellation and no treasury shares were held by the Company (including any treasury shares held or deposited with CCASS).
- (e) The total number of shares of the Company entitling the holder to attend and vote on the ordinary resolution at the SGM: 338,667,216 shares.
- (f) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the ordinary resolution at the SGM as set out in Rule 13.40 of the Listing Rules: Nil.
- (g) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the SGM: 760,588,477 shares. China Minsheng Group, being holders of a total of 760,588,477 shares of the Company, is required to abstain from voting on the ordinary resolution at the SGM and has done so accordingly. None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on the ordinary resolution at the SGM.
- (h) Tricor Tengis Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM.
- (i) The SGM was chaired by Mr. Li Baochen, the Chairman of the Board and an executive Director. Mr. Li Ming, an executive Director, also attended the SGM in person. Mr. Ng Hoi Kam, an executive Director, Mr. Yang Kunpeng, a non-executive Director, and Mr. Lee, Cheuk Yin Dannis, Mr. Wu Bin and Mr. Wang Lihua, independent non-executive Directors, attended the SGM by electronic means.

By order of the Board
CMBC Capital Holdings Limited
Li Baochen
Chairman

Hong Kong, 31 December 2024

As at the date of this announcement, the executive Directors are Mr. Li Baochen, Mr. Li Ming and Mr. Ng Hoi Kam; the non-executive Director is Mr. Yang Kunpeng; and the independent non-executive Directors are Mr. Lee, Cheuk Yin Dannis, Mr. Wu Bin and Mr. Wang Lihua.