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XIMEI RESOURCES HOLDING LIMITED

稀美資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9936)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 31 MAY 2023

Reference is made to the circular (the “**Circular**”) of Ximei Resources Holding Limited and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) both dated 20 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

As at the date of the AGM held on Wednesday, 31 May 2023, the total number of issued Shares was 360,000,000 Shares. The total number of Shares entitling the holder to attend and vote on the resolutions put forward at the AGM (the “**AGM Resolution(s)**”) was 360,000,000 Shares. Shareholders or their proxies holding an aggregate of 265,735,000 Shares with voting rights in the Company, representing approximately 73.82% of the total number of issued Shares, attended the AGM. No Shareholder was required under the Listing Rules to abstain from voting on the AGM Resolutions. There were no Shares entitling the holder to attend and abstain from voting in favour of the AGM Resolutions as set out in Rule 13.40 of the Listing Rules. No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the AGM Resolutions.

At the AGM, all the proposed AGM Resolutions were taken by poll. The poll results in respect of the AGM Resolutions were as follows:

ORDINARY RESOLUTIONS		No. of Votes (approximately %)	
		For	Against
1	To consider and approve the audited consolidated financial statements of the Group and the reports of the directors (the “ Directors ”) of the Company and auditor of the Company for the year ended 31 December 2022.	265,735,000 (100%)	0 (0%)
2	To re-elect Mr. Mao Zili as an executive Director of the Company and to authorise the board (the “ Board ”) to fix his remuneration.	265,735,000 (100%)	0 (0%)
3	To re-elect Ms. Ouyang Ming as a non-executive Director of the Company and to authorise the Board to fix her remuneration.	265,735,000 (100%)	0 (0%)
4	To re-elect Mr. Zhong Hui as an independent non-executive Director of the Company and to authorise the Board to fix his remuneration.	265,735,000 (100%)	0 (0%)
5	To re-elect Mr. Yin Fusheng as an independent non-executive Director of the Company and to authorise the Board to fix his remuneration.	265,735,000 (100%)	0 (0%)
6	To re-appoint Ernst & Young as the auditor of the Company to hold office until the conclusion of the next annual general meeting, and to authorise the Board to fix their remuneration.	265,735,000 (100%)	0 (0%)
7	To grant a general mandate to the Directors to allot, issue and deal with additional Shares of the Company not exceeding 20% of the issued share capital of the Company.	265,700,000 (99.99%)	35,000 (0.01%)
8	To grant a general mandate to the Directors to repurchase the Company’s Shares not exceeding 10% of the issued share capital of the Company.	265,735,000 (100%)	0 (0%)
9	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares of the Company by the number of Shares repurchased by the Company.	265,700,000 (99.99%)	35,000 (0.01%)

Please refer to the Notice for the full version of each of the above AGM Resolutions.

As more than half of the votes were cast in favour of AGM Resolutions No. 1 to 9, AGM Resolutions No. 1 to 9 were duly passed as ordinary resolutions.

The executive Director, Mr. Wu Lijue attended the AGM in person. The executive Director, Mr. Mao Zili, the non-executive Director, Ms. Ouyang Ming; and the independent non-executive Directors, Mr. Lau Kwok Fai Patrick, Mr. Zhong Hui and Mr. Yin Fusheng attended the AGM by electronic means.

SCRUTINEER

The vote-taking and poll results of the AGM were scrutinised by Guangzhou Zhengde Certified Public Accountants (廣州正德會計師事務所) whose work was limited to certain procedures requested by the Company to agree the poll results summary to voting papers collected and provided by the Company. The work performed by Guangzhou Zhengde Certified Public Accountants in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board
Ximei Resources Holding Limited
Wu Lijue
Chairman and executive Director

Hong Kong, 31 May 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Wu Lijue and Mr. Mao Zili; one non-executive Director, namely Ms. Ouyang Ming; and three independent non-executive Directors, namely Mr. Lau Kwok Fai Patrick, Mr. Zhong Hui and Mr. Yin Fusheng.