

*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.*



首程控股有限公司  
SHOUCHENG HOLDINGS LIMITED  
(Incorporated in Hong Kong with limited liability)  
(Stock Code: 697)

## **POLL RESULTS OF THE GENERAL MEETING HELD ON 28 MAY 2021**

The Board is pleased to announce that the resolution set out in the Notice was duly passed by the Independent Shareholders or the Shareholders (who are entitled to vote and not required to abstain from voting under the Listing Rules), as the case may be, by way of poll at the GM held on 28 May 2021.

Reference is made to the circular dated 30 April 2021 (the “**Circular**”) containing, inter alia, a notice of general meeting (the “**Notice**”) issued by Shoucheng Holdings Limited (the “**Company**”) to the shareholders of the Company (the “**Shareholders**”). Capitalized terms used herein shall have the same meanings as those defined in the Circular unless defined otherwise.

### **POLL RESULTS OF THE GM**

The Board is pleased to announce that the poll results in respect of the resolution proposed at the general meeting held on 28 May 2021 (the “**GM**”) are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p>(a) To approve, confirm and ratify the amended and restated sale and purchase agreement (the “<b>Amended and Restated Sale and Purchase Agreement</b>”) dated 15 January 2021 entered into between King Rich Group Limited (“<b>King Rich</b>”) and Shoujing Yifei Holdings Limited (the “<b>Vendor</b>”), as supplemented by a supplemental agreement dated 18 February 2021 and the proposed transfer of the entire issued share capital of Excel Bond Investments Limited held by the Vendor to King Rich (the “<b>Revised Proposed Restructuring</b>”) and other transactions contemplated thereunder; and</p> <p>(b) To authorize any one of the directors of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Amended and Restated Sale and Purchase Agreement and the Revised Proposed Restructuring contemplated thereunder.</p>	2,757,051,630 (99.99%)	20 (0.01%)
The resolution was duly passed.			

*Note: The full text of the above resolution was set out in the Notice.*

As at the date of the GM, the total number of issued Shares was 7,291,017,194 Shares.

As disclosed in the Circular, Shougang Group, King Rich and their respective associates held in aggregate 2,545,447,437 Shares, representing approximately 34.91% of the total number of issued Shares as at the date of the GM, were required under the Listing Rules to abstain from voting on the resolution as set out in the Notice and had abstained from voting on such resolution at the GM. Accordingly, the total number of Shares held by the Independent Shareholders entitled to attend and vote on the resolution as set out in the Notice at the GM was 4,745,569,757.

There were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the GM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, there were no Shares requiring the holders to abstain from voting at the GM under the Listing Rules and no parties had indicated in the Circular that they intended to vote against or to abstain from voting on the resolution at the GM.

Tricor Tengis Limited, the share registrar of the Company, acted as the scrutineer for the purpose of vote-taking at the GM.

By order of the Board  
**Shoucheng Holdings Limited**  
**Zhao Tianyang**  
*Chairman*

Hong Kong, 28 May 2021

*As at the date of this announcement, the Board comprises Mr. Zhao Tianyang (Chairman), Mr. Xu Liang, Mr. Li Wei (President) and Ms. Zhang Meng as Executive Directors; Mr. Liu Jingwei, Mr. Ho Gilbert Chi Hang, Mr. Li Hao and Dr. Zhao Xianming as Non-executive Directors; Dr. Wang Xin, Mr. Choi Fan Keung Vic, Mr. Deng Yougao, Ms. Zhang Quanling and Ms. Zhuge Wenjing as Independent Non-executive Directors.*