

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 27 JANUARY 2025**

The Board is pleased to announce that the resolution set out in the Notice was duly passed by the Independent Shareholders (who are entitled to vote and not required to abstain from voting under the Listing Rules) by way of poll at the GM held on 27 January 2025.

Reference is made to the circular dated 11 January 2025 (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.

The Board is pleased to announce that the poll results in respect of the resolution proposed at the general meeting held on 27 January 2025 (the “**GM**”) are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	(a) To approve, confirm and ratify the Sale and Purchase Agreement (as defined in the Circular) and the Proposed Restructuring (as defined in the Circular) contemplated thereunder; and (b) To authorize any one Director, or any two Directors or two other persons authorized by the Board if the affixation of the common seal is necessary, to do all such further acts and things and to sign and execute all such documents (and to affix the common seal of the Company thereon, if necessary) and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effect to the Sale and Purchase Agreement and the Proposed Restructuring contemplated thereunder and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters	3,412,916,989 (99.99%)	150,000 (0.01%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
	relating thereto in the interests of the Company and its shareholders as a whole.		
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 7,286,015,440 Shares.

As at the date of the GM, Shougang Group and its subsidiaries, which in aggregate were interested in 1,817,411,917 Shares, representing approximately 24.94% of the total number of Shares in issue, 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 5,468,603,523.

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. Mr. Zhao Tianyang and Mr. Xu Liang as Executive Directors; Mr. Li Hao, Mr. Ho Gilbert Chi Hang and Mr. Liu Jingwei as Non-executive Directors; Dr. Wang Xin, Mr. Choi Fan Keung Vic and Mr. Deng Yougao as Independent Non-executive Directors, attended the GM in person or by electronic means.

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, 27 January 2025

As at the date of this announcement, the Board comprises Mr. Zhao Tianyang (Chairman) and Mr. Xu Liang as Executive Directors; Mr. Wu Lishun, Mr. Li Hao (Vice Chairman), Mr. Peng Jihai, Mr. Ho Gilbert Chi Hang and Mr. Liu Jingwei 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.