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JiaChen Holding Group Limited

佳辰控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1937)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 JUNE 2022

The Board is pleased to announce that the Resolutions as set out in the AGM Notice were duly passed at the AGM held on Thursday, 16 June 2022.

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) dated 28 April 2022 of JiaChen Holding Group Limited (the “**Company**”) and the circular of the Company dated 28 April 2022 (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF AGM

The Board announces that, at the AGM held at Unit 1203B, 12/F., World-Wide House, 19 Des Voeux Road Central, Central, Hong Kong on Thursday, 16 June 2022 at 11:00 a.m., poll voting was adopted for all the resolutions (the “**Resolutions**”) as set out in the AGM Notice.

The Board is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by poll voting at the AGM. The poll results for the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (Approximate %) ^{(Note (a))}		Total number of votes
		For	Against	
1.	To receive and consider the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and the independent auditor of the Company for the year ended 31 December 2021.	609,079,500 (100%)	0 (0%)	609,079,500
2.	(a) To re-elect Mr. Shen Min as an executive Director.	609,079,500 (100%)	0 (0%)	609,079,500
	(b) To re-elect Mr. Chen Shiping as an executive Director.	609,079,500 (100%)	0 (0%)	609,079,500
	(c) To re-elect Mr. Xie Xing as an independent non-executive Director.	609,079,500 (100%)	0 (0%)	609,079,500
	(d) To re-elect Mr. Wang Li as an independent non-executive Director.	609,079,500 (100%)	0 (0%)	609,079,500
	(e) To re-elect Ms. Long Mei as an independent non-executive Director.	609,079,500 (100%)	0 (0%)	609,079,500
	(f) To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	609,079,500 (100%)	0 (0%)	609,079,500
3.	To re-appoint Crowe (HK) CPA Limited as the auditor of the Company and authorise the Board to fix its remuneration.	609,079,500 (100%)	0 (0%)	609,079,500
4.	To give a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	609,079,500 (100%)	0 (0%)	609,079,500
5.	To give a general mandate to the Directors to repurchase the Company’s shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	609,079,500 (100%)	0 (0%)	609,079,500
6.	Conditional on the passing of Resolutions 4 and 5, to extend the general mandate granted to the Directors to allot and issue additional shares of the Company by the number of shares repurchased.	609,079,500 (100%)	0 (0%)	609,079,500

Special Resolution		Number of Votes (Approximate %) <i>(Note (a))</i>		Total number of votes
		For	Against	
7.	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company.	609,079,500 (100%)	0 (0%)	609,079,500

The description of the Resolutions above is by way of summary only. The full text of each of the Resolutions appears in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions nos. 1 to 6, the Resolutions nos. 1 to 6 were duly passed as ordinary resolutions of the Company. As more than 75% of votes were cast in favour of the Resolution no. 7, the Resolution no. 7 was duly passed as special resolution of the Company.

All the Directors had attended the AGM. Mr. Xie Xing attended the AGM in person while Mr. Shen Min, Mr. Chen Shiping, Mr. Shen Minghui, Ms. Liu Hui, Ms. Long Mei and Mr. Wang Li attended the AGM by electronic means.

The Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a) As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against all the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the Resolutions at the AGM.
- (b) There was no share of the Company entitling the holders to attend and vote only against the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.

- (c) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

By order of the Board
JiaChen Holding Group Limited
SHEN Min
Executive Director and Chairman

Hong Kong, 16 June 2022

As at the date of this announcement, the executive Directors are Mr. SHEN Min (Chairman), Mr. CHEN Shiping (Chief Executive Officer), Mr. SHEN Minghui and Ms. LIU Hui; and the independent non-executive Directors are Mr. XIE Xing, Mr. WANG Li and Ms. LONG Mei.