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燕之屋
YAN PALACE

XIAMEN YAN PALACE BIRD'S NEST INDUSTRY CO., LTD.

廈門燕之屋燕窩產業股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1497)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING HELD ON MAY 21, 2024

References are made to the notice of the 2023 annual general meeting (“AGM”) of Xiamen Yan Palace Bird’s Nest Industry Co., Ltd. (the “Company”) dated April 25, 2024 and the circular (the “Circular”) of the Company dated April 25, 2024. Unless otherwise defined, capitalised terms in this announcement shall have the same meanings as those defined in the Circular.

The AGM was convened and held at No. 1688 and 1689, Butang Central Road, Tong’an District, Xiamen City, PRC at 10:00 a.m. on Tuesday, May 21, 2024 (Hong Kong time) in accordance with the Company Law of the PRC and the Articles of Association. The AGM was chaired by Mr. Huang Jian, the Chairman of the Board.

The Board is pleased to announce that at the AGM, all the proposed resolutions as set out in the notice of the AGM were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 465,500,000 Shares, of which 328,919,300 Shares were H Shares and 136,580,700 Shares were Unlisted Shares. The holders of all such Shares were entitled to attend and vote for or against all the resolutions proposed at the AGM. The number of Shareholders and proxies of Shareholders attending the AGM was 6. Shareholders holding an aggregate of 386,042,990 voting Shares, representing approximately 82.93% of the issued share capital of the Company, attended the AGM either in person or by proxy.

The poll results of the resolutions proposed at the AGM held on May 21, 2024 were as follows:

Ordinary Resolutions		Number of Votes (Approximate Percentage of Number of Votes (%))					
		For	Against	Abstain			
1.	To consider and approve the report of the Directors for 2023.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
2.	To consider and approve the report of the independent non-executive Directors for 2023.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
3.	To consider and approve the report of the Supervisory Committee for 2023.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
4.	To consider and approve the 2023 annual report.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
5.	To consider and approve the profit distribution for 2023.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
6.	To consider and approve the budget plan for 2024.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
7.	To consider and approve the audited consolidated financial statements for 2023.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
8.	To consider and approve the proposed re-appointment of auditor for 2024.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)			
9.	To consider and approve the proposed re-election and remuneration of Directors for the second session of the Board:						
(1)	To re-elect Mr. HUANG Jian as an executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(2)	To re-elect Mr. ZHENG Wenbin as an executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(3)	To re-elect Mr. LI Youquan as an executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(4)	To re-elect Ms. HUANG Danyan as an executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(5)	To re-elect Mr. LIU Zhen as a non-executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(6)	To re-elect Mr. WANG Yalong as a non-executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(7)	To re-elect Mr. XIAO Wei as an independent non-executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
(8)	To re-elect Mr. CHEN Aihua as an independent non-executive Director.				386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (Approximate Percentage of Number of Votes (%))		
		For	Against	Abstain
	(9) To re-elect Mr. LAM Yiu Por as an independent non-executive Director.	378,280,490 (100.00%)	0 (0.00%)	0 (0.00%)
	(10) To consider and approve the remuneration of Directors.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
10.	To consider and approve the proposed re-election and remuneration of Supervisors for the second session of the Supervisory Committee:			
	(1) To re-elect Mr. ZHENG Feng as a Supervisor.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
	(2) To re-elect Ms. WEI Wei as a Supervisor.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
	(3) To re-elect Ms. ZHANG Ning as a Supervisor.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
	(4) To consider and approve the remuneration of Supervisors.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
Special Resolutions		Number of Votes (Approximate Percentage of Number of Votes (%))		
		For	Against	Abstain
11.	To consider and approve the proposed change of registered address and amendment of Articles of Association.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
12.	To consider and approve the proposed bank credit limit and related authorization.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)
13.	To consider and approve the proposed granting of general mandate to issue additional Shares and sale or transfer of treasury shares.	384,362,190 (99.56%)	1,680,800 (0.44%)	0 (0.00%)
14.	To consider and approve the proposed general mandate to repurchase H Shares.	386,042,990 (100.00%)	0 (0.00%)	0 (0.00%)

As more than half of the votes from the Shareholders (including their proxies) attending and having rights to vote at the AGM were cast in favour of each of the resolutions numbered 1 to 10, resolutions numbered 1 to 10 were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the votes from the Shareholders (including their proxies) attending and having rights to vote at the AGM were cast in favour of the resolutions numbered 11 to 14, such resolutions were duly passed as special resolutions of the Company.

The biographies and other information of the Directors for the second session of the Board have been disclosed in the Circular.

The biographies and other information of the Supervisors for the second session of the Supervisory Committee have been disclosed in the Circular.

All nine Directors attended the AGM in person or by electronic means.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his or her intention to vote against or abstain from voting on the resolutions at the AGM. There were no Shareholders that were required under the Listing Rules to abstain from voting on any of the resolutions proposed at the AGM.

Tricor Investor Services Limited, the H share registrar of the Company, acted as the scrutineer for the vote-taking in respect of the H Shares and Unlisted Shares at the AGM.

Payment of Final Dividend

The distribution of the Final Dividend was approved at the AGM. As set out in the Circular, the Final Dividend was denominated and declared in Renminbi, and payable in Renminbi to Unlisted Share Shareholders and in Hong Kong dollars to H Share Shareholders. The exchange rate for the Final Dividend to be paid in Hong Kong dollars will be the average of the exchange rates of Renminbi to Hong Kong dollars as announced by the PBOC during the five business days preceding the date of approval of the Final Dividend at the AGM, being RMB1 to HK\$1.09889. Therefore, the Final Dividend of RMB2.15 (inclusive of applicable tax) per 10 Shares is HK\$2.36261. The Final Dividend is expected to be paid on or before Monday, June 17, 2024 to Shareholders whose names appear on the registers of member of the Company on Thursday, May 30, 2024.

Amendments to Articles of Association

The resolution on the amendments to the Articles of Association of the Company was approved at the AGM and will take immediate effect.

By Order of the Board
Xiamen Yan Palace Bird's Nest Industry Co., Ltd.
廈門燕之屋燕窩產業股份有限公司
HUANG Jian
Chairman and Executive Director

Hong Kong, May 21, 2024

As at the date of this announcement, the Board comprises (i) Mr. HUANG Jian, Mr. ZHENG Wenbin, Mr. LI Youquan and Ms. HUANG Danyan as executive Directors; (ii) Mr. LIU Zhen and Mr. WANG Yalong as non-executive Directors; and (iii) Mr. XIAO Wei, Mr. CHEN Aihua and Mr. LAM Yiu Por as independent non-executive Directors.