

*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.*



**中國恒有源發展集團有限公司**  
**CHYY DEVELOPMENT GROUP LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8128)**

## **POLL RESULTS OF ANNUAL GENERAL MEETING ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

### **POLL RESULTS OF ANNUAL GENERAL MEETING**

References are made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) both dated 24 April 2025 of CHYY Development Group Limited (the “**Company**”). Terms used herein shall have the same meanings as defined in the Circular and the Notice, unless the context requires otherwise.

The Directors announce that at the AGM held on 22 May 2025, all proposed resolutions as set out in the Notice (the “**AGM Resolutions**”) were voted by way of poll. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the number of issued Shares was 4,526,925,163, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There were (i) no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) as at the date of the AGM and as such no voting rights of treasury shares have been exercised at the AGM; and (ii) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM. There were no Shares entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting at the AGM and no Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

All Directors attended the AGM either in person or by electronic means, except Mr. Liao Yuan did not attend the AGM due to other business commitment.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1	To receive and consider the audited financial statements of the Company for the year ended 31 December 2024 together with the reports of the directors of the Company (the “ <b>Directors</b> ”) and auditors of the Company thereon.	2,760,937,400 (100%)	0 (0%)
2	(a) To re-elect Mr. Zhang Yiying as non-executive Director and to authorise the board of Directors to fix his remuneration.	2,760,937,400 (100%)	0 (0%)
	(b) To re-elect Mr. Guan Chenghua as independent non-executive Director and to authorise the board of Directors to fix his remuneration.	2,760,937,400 (100%)	0 (0%)
	(c) To re-elect Mr. Guo Guanglei as independent non-executive Director and to authorise the board of Directors to fix his remuneration.	2,760,937,400 (100%)	0 (0%)
3	To re-appoint auditors of the Company and to authorise the board of Directors to fix their remuneration.	2,760,937,400 (100%)	0 (0%)
4	A. To pass the ordinary resolution no. 4A set out in the notice of the Meeting in respect of the general and resale mandate.	1,570,937,400 (56.90%)	1,190,000,000 (43.10%)
	B. To pass the ordinary resolution no. 4B set out in the notice of the Meeting in respect of the repurchase mandate	2,760,937,400 (100%)	0 (0%)
	C. To pass the ordinary resolution no. 4C set out in the notice of the Meeting in respect of the extension of the general and resale mandate.	1,570,937,400 (56.90%)	1,190,000,000 (43.10%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.			
SPECIAL RESOLUTIONS		For	Against
5	To approve the amendments to the memorandum and articles of association of the Company and to adopt the amended and restated memorandum and articles of association of the Company.	2,760,937,400 (100%)	0 (0%)
As not less than 75% of the votes were cast in favour of the special resolution, the resolution no. 5 was duly passed as a special resolution.			
<i>Note:</i> All percentages are rounded up to two decimal places.			

## AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

Resolution No. 5 was passed by the Shareholders at the AGM to approve the proposed amendments to the Memorandum and Articles of Association of the Company, the details of which are set out in the Circular. Accordingly, the Third Amended and Restated Memorandum and Articles of Association of the Company shall become effective. The full text of the Third Amended and Restated Memorandum and Articles of Association will be published on the respective websites of the Company ([www.chyy.com.hk](http://www.chyy.com.hk)) and the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

By order of the Board  
**CHYY Development Group Limited**  
**Xu Shengheng**  
*Joint Chairman*

Hong Kong, 22 May 2025

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Xu Shengheng and Mr. Dai Qi as executive Directors, Mr. Liao Yuan, Ms. Liu Ening and Mr. Zhang Yiyi as non-executive Directors, Mr. Zhang Honghai, Mr. Guan Chenghua and Mr. Guo Guanglei as independent non-executive Directors.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the website of the Stock Exchange with the domain name of [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the website of the Company at [www.chyy.com.hk](http://www.chyy.com.hk).*