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Xiabuxiabu Catering Management (China) Holdings Co., Ltd.

呷哺呷哺餐飲管理(中國)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 520)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 1 JUNE 2022

POLL RESULTS

All the resolutions proposed at the AGM held on 1 June 2022 were respectively passed by way of poll.

Reference is made to the circular (the “**AGM Circular**”) and the notice of the AGM of Xiabuxiabu Catering Management (China) Holdings Co., Ltd. (the “**Company**”) dated 29 April 2022 in relation to, among other things, the proposed ordinary resolutions in relation to (i) the granting of the Repurchase Mandate and the Share Issue Mandate to the Directors; (ii) the declaration and payment of the Final Dividend; (iii) the granting of the Interim Dividend Authority to the Directors; and (iv) the re-election of the retiring Directors, and the proposed special resolution in relation to the adoption of the New Articles. Capitalized terms used in this announcement shall have the meanings as those defined in the AGM Circular unless otherwise stated.

POLL RESULTS OF THE AGM

All Directors attended the AGM of the Company held on Wednesday, 1 June 2022 at 9:00 a.m. at 21st Floor, Grand Millennium Plaza, 183 Queen’s Road Central, Sheung Wan, Hong Kong. Mr. Hon Ping Cho Terence, the independent non-executive Director, was the chairman of the AGM at the venue of the AGM whereas all the other Directors attended the AGM by electronic means.

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

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and auditor of the Company and its subsidiaries for the year ended 31 December 2021.	616,794,809 (99.33%)	4,154,005 (0.67%)
2.	To declare and pay a final dividend of RMB0.028 per ordinary share for the year ended 31 December 2021 out of the share premium account of the Company.	620,948,809 (100.00%)	5 (0.00%)
3.	(i) (a) To re-elect Mr. Hon Ping Cho Terence as an independent non-executive Director.	608,244,109 (97.95%)	12,704,705 (2.05%)
	(b) To re-elect Ms. Cheung Sze Man as an independent non-executive Director.	611,983,809 (98.56%)	8,965,005 (1.44%)
	(c) To re-elect Mr. Kot Man Tat as an independent non-executive Director.	615,917,809 (99.19%)	5,031,005 (0.81%)
	(ii) To authorize the Board to fix the remuneration of the Directors.	620,948,804 (100.00%)	10 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditor and to authorize the Board to fix its remuneration.	574,223,816 (92.48%)	46,724,998 (7.52%)
5.	To give a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the aggregate nominal amount of the existing issued share capital.	620,948,809 (100.00%)	5 (0.00%)
6.	To give a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the aggregate nominal amount of the existing issued share capital.	480,635,774 (77.40%)	140,313,040 (22.60%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares repurchased.	480,659,445 (77.41%)	140,289,369 (22.59%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
8.	To grant a general authority to the Directors to declare and pay an interim dividend for the six months ending 30 June 2022 out of the Company's share premium account to shareholders of the Company during the period from the date of passing of this resolution until 31 December 2022 if and when the Directors considers appropriate, subject to a maximum amount equivalent to 40% of the distributable profits of the first half of the financial year ending 31 December 2022 and the applicable provisions of the Companies Act, Cap. 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands.	620,948,809 (100.00%)	5 (0.00%)
Special Resolution		Number of votes (%)	
		For	Against
9.	To approve and adopt the new amended and restated articles of association of the Company.	530,754,018 (85.47%)	90,194,796 (14.53%)

As more than 50% of votes were cast in favor of each of the ordinary resolutions numbered 1 to 8 and not less than 75% of the votes were cast in favor of the special resolution numbered 9, all the above resolutions were duly passed at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's share registrar in Hong Kong, acted as scrutineer for the vote-taking at the AGM.

Shareholders may refer to notice of the AGM dated 29 April 2022 for full text of the above resolutions.

As at the date of the AGM, the issued share capital of the Company comprises 1,086,160,081 shares, which was the total number of shares entitling the holders to attend and vote at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favor of any of the proposed resolutions or abstain from voting as required under the Listing Rules at the AGM. No Shareholder has stated his or her or its intention in the AGM Circular to vote against or to abstain from voting on the resolutions at the AGM.

ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

The New Articles has been approved by the Shareholders by way of a special resolution at the AGM and has become effective on 1 June 2022. The full text of the amended Articles of Association will be published on the websites of the Stock Exchange and the Company.

By Order of the Board
Xiabuxiabu Catering Management (China) Holdings Co., Ltd.
HO Kuang-Chi
Chairman

Hong Kong, 1 June 2022

As at the date of this announcement, the Board comprises Mr. HO Kuang-Chi as executive director; Ms. CHEN Su-Yin and Mr. ZHANG Chi (Ms. LI Jie as his alternate) as non-executive directors; and Mr. HON Ping Cho Terence, Ms. CHEUNG Sze Man and Mr. KOT Man Tat as independent non-executive directors.