

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.



Tiangong International Company Limited

天工國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 826)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 19 JUNE 2024

FINAL DIVIDEND EXCHANGE RATE AND PAYMENT DATE

1. POLL RESULTS OF AGM

Tiangong International Company Limited (the "Company") is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the "AGM") of the Company held on 19 June 2024 as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To approve the audited financial statements and the Reports of the Directors and Auditors for the year ended 31 December 2023.	1,765,223,378 (100.000000%)	- (0.000000%)
2.	To approve the proposed final dividend of RMB0.0400 per Share with par value of US\$0.0025 each.	1,765,223,378 (100.000000%)	- (0.000000%)
3.(a)	(i) To approve the re-election Mr. ZHU Xiaokun as an executive director of the Company.	1,162,234,615 (88.569876%)	149,988,763 (11.430124%)
	(ii) To approve the re-election of Mr. JIANG Guangqing as an executive director of the Company.	1,305,823,378 (99.512278%)	6,400,000 (0.487722%)
	(iii) To approve the re-election Mr. LEE Cheuk Yin, Dannis as an independent non-executive director of the Company.	1,240,426,634 (94.528619%)	71,796,744 (5.471381%)

	(iv) To approve the election Ms. QIN Ke as an independent non-executive director of the Company.	1,312,223,378 (100.000000%)	- (0.000000%)
3.(b)	To authorise the Board of Directors to fix the remuneration of the Directors.	1,764,396,378 (99.953150%)	827,000 (0.046850%)
4.	To re-appoint KPMG as auditors of the Company and authorise the Board of Directors to fix their remuneration.	1,765,223,378 (100.000000%)	- (0.000000%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.	1,601,777,665 (90.740792%)	163,445,713 (9.259208%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company.	1,765,223,378 (100.000000%)	- (0.000000%)
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company.	1,631,055,665 (92.399392%)	134,167,713 (7.600608%)
Special Resolutions		Number of Votes (%)	
		For	Against
8.	To approve the adoption of the third amended and restated memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company as set out in pages 13 to 18 of the circular of the Company dated 26 April 2024.	1,765,211,378 (100.000000%)	- (0.000000%)

Notes:

- (a) As more than 50% of the votes were cast in favour of the resolutions in items 1 to 7 above, these resolutions were duly passed as ordinary resolutions.
- (b) As not less than 75% of the votes were cast in favour of the resolution in item 8, resolution number 8 was duly passed as special resolution.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 2,775,000,000 Shares which include 48,144,000 Shares repurchased by the Company (the “**Repurchased Shares**”) during the period 27 March 2024 to 17 June 2024. The Repurchased Shares will be cancelled in accordance with relevant laws and regulations and shall not be counted toward the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM. In relation to all resolutions proposed at the AGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 2,726,856,000 Shares. There were no restriction on any shareholders casting votes on any of the resolutions at the AGM and there were no Shares that entitle the holder to attend and vote only against the resolution at the AGM. The Company does not have any treasury shares, whether registered in its own name or deposited with Central Clearing and Settlement System.

The attendance record of the directors of the Company at the AGM was as follows:

- Mr. Zhu Zefeng, Mr. Lee Cheuk Yin, Dannis and Mr. Wang Xuesong attended the AGM in person
- Mr. Gao Xiang attend the AGM through video conference
- Mr. Zhu Xiaokun, Mr. Wu Suojun and Mr. Jiang Guangqing were unable to attend the AGM due to their other business engagements

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as scrutineer for the poll at the AGM.

Shareholders may refer to the notice of AGM dated 26 April 2024 for details of the above resolutions in items 5 to 8 proposed at the AGM. The notice of AGM may be viewed and downloaded from the designated website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk or the website of the Company at www.tggj.cn.

2. CONFIRMATION OF RETIRING DIRECTOR

Reference is made to the Company's announcement dated 25 April 2024. Mr. Gao Xiang ("Mr. Gao") tendered his resignation as an independent non-executive director of the Company and his resignation took effect upon the conclusion of the Company's annual general meeting on 19 June 2024. Mr. Gao has confirmed that he has no disagreement with the board of directors (the "Board") and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its appreciation to Mr. Gao for his valuable contribution towards the Company during his tenure of office.

3. PAYMENT OF DIVIDEND

In respect of the distribution of the final dividend of RMB0.0400 per Share with par value of US\$0.0025 each for the year ended 31 December 2023 to all shareholders of the Company whose names appeared on the register of members of the Company as at the close of business on 28 June 2024, the board of directors of the Company hereby announces that:-

- a. for the payment of dividend in HK\$, the average mid-exchange rate of RMB to HK\$ as quoted by the People's Bank of China for the five business days prior to the date of the AGM (which was HK\$100: RMB91.0868) was adopted by the board of directors of the Company. Accordingly, the final dividend for each Share with par value of US\$0.0025 would be HK\$0.0439; and
- b. the payment date will be on or before 18 July 2024.

By Order of the Board
Tiangong International Company Limited
ZHU Xiaokun
Chairman

Hong Kong, 19 June 2024

As at the date of this announcement, the Directors are:

Executive Directors: ZHU Xiaokun, ZHU Zefeng, WU Suojun and JIANG Guangqing

Independent non-executive Directors: LEE Cheuk Yin, Dannis, WANG Xuesong and QIN Ke

** for identification purpose only*