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## **Xinyuan Property Management Service (Cayman) Ltd.**

### **鑫苑物業服務集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1895)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 DECEMBER 2024**

References are made to the notice of the extraordinary general meeting (the “**Notice of the EGM**”) of Xinyuan Property Management Service (Cayman) Ltd. (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 15 December 2024. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that all the resolutions as set out in the Notice of the EGM were duly passed by way of poll at the EGM held on 31 December 2024 and the poll results are as follows:

	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>
1.	To approve, ratify and confirm the framework agreement (the “ <b>New Property Management Services Framework Agreement</b> ”) dated 22 November 2024 entered into between the Company and Xinyuan Real Estate Co., Ltd., the terms thereof and the continuing connected transactions contemplated thereunder; to approve the proposed annual caps of the New Property Management Services Framework Agreement as set out in the circular of the Company dated 15 December 2024; and to authorise any one director of the Company for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New Property Management Services Framework Agreement.	123,002,500 (100.00%)	0 (0.00%)

	ORDINARY RESOLUTIONS	FOR	AGAINST
2.	<p>To approve, ratify and confirm the framework agreement (the “<b>New Pre-delivery and Consulting Services Framework Agreement</b>”) dated 22 November 2024 entered into between the Company and Xinyuan Real Estate Co., Ltd., the terms thereof and the continuing connected transactions contemplated thereunder; to approve the proposed annual caps of the New Pre-delivery and Consulting Services Framework Agreement as set out in the circular of the Company dated 15 December 2024; and to authorise any one director of the Company for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New Pre-delivery and Consulting Services Framework Agreement.</p>	<p>123,002,500 (100.00%)</p>	<p>0 (0.00%)</p>
3.	<p>To approve, ratify and confirm the framework agreement (the “<b>New Value-added Services Framework Agreement</b>”) dated 22 November 2024 entered into between the Company and Xinyuan Real Estate Co., Ltd., the terms thereof and the continuing connected transactions contemplated thereunder; to approve the proposed annual caps of the New Value-added Services Framework Agreement as set out in the circular of the Company dated 15 December 2024; and to authorise any one director of the Company for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New Value-added Services Framework Agreement.</p>	<p>123,002,500 (100.00%)</p>	<p>0 (0.00%)</p>

ORDINARY RESOLUTIONS		FOR	AGAINST
4.	To approve, ratify and confirm the framework agreement (the “ <b>New Property Engineering Services Framework Agreement</b> ”) dated 22 November 2024 entered into between the Company and Xinyuan Real Estate Co., Ltd., the terms thereof and the continuing connected transactions contemplated thereunder; to approve the proposed annual caps of the New Property Engineering Services Framework Agreement as set out in the circular of the Company dated 15 December 2024; and to authorise any one director of the Company for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New Property Engineering Services Framework Agreement.	123,002,500 (100.00%)	0 (0.00%)

*Note:* Please refer to the Notice of the EGM for the full text of the above resolutions.

As more than 50% of the votes were cast in favour of each of the above resolutions at the EGM, all of the above resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, there were a total of 593,037,500 Shares in issue; and there were no treasury shares held by the Company (including any treasury shares held or deposited with Central Clearing and Settlement System).

As disclosed in the Circular, the following Shareholders were required to abstain, and had abstained from voting on all of the resolutions proposed at the EGM: (i) Xinyuan Real Estate’s wholly-owned subsidiary, Xinyuan Real Estate, Ltd., which directly and beneficially holds 255,402,000 Shares, representing approximately 43.07% of the total number of issued Shares in the Company, as at the date of the EGM; (ii) Victory Destiny Holdings Limited (a company wholly owned by Mr. Zhang Yong, a shareholder, a director and the chairman of Xinyuan Real Estate), which directly and beneficially holds 11,740,000 Shares, representing approximately 1.98% of the total number of issued Shares in the Company, as at the date of the EGM; and (iii) Grace Hope Holdings Limited (a company wholly owned by Ms. Yang Yuyan, a shareholder and a director of Xinyuan Real Estate), which directly and beneficially holds 15,000,000 Shares, representing approximately 2.53% of the total number of issued Shares in the Company as at the date of the EGM.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and to vote for or against the resolutions at the EGM were 310,895,500 Shares. Save as disclosed above and to the best knowledge, information and belief of the Directors after having made all reasonable enquiries, (i) there were no Shares entitling the holder to attend and abstain from voting in favour of any of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules; (ii) no Shareholder was required under the Listing Rules to abstain from voting at the EGM; (iii) there was no other restriction on any Shareholder to cast votes on any of the resolutions at the EGM; (iv) no Shareholder had stated an intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM; and (v) there were no Shares actually voted but excluded from calculating the poll results of the EGM.

Tricor Investor Services Limited, the Company's branch share registrar, was appointed as the scrutineer for vote-taking at the EGM.

All of the Directors, namely Mr. SHEN Yuan-Ching, Mr. FENG Bo, Mr. WANG Yong, Mr. TIAN Wenzhi, Mr. LI Yifan, Mr. LAN Ye, Mr. LING Chenkai and Ms. ZHAO Xia, attended the EGM either in person or by way of electronic means.

By Order of the Board  
**Xinyuan Property Management Service (Cayman) Ltd.**  
**SHEN Yuan-Ching**  
*Chairman, Executive Director and Chief Executive Officer*

Hong Kong, 31 December 2024

*As at the date of this announcement, the Board comprises Mr. SHEN Yuan-Ching, Mr. FENG Bo and Mr. WANG Yong as executive directors; Mr. TIAN Wenzhi as non-executive director; and Mr. LI Yifan, Mr. LAN Ye, Mr. LING Chenkai and Ms. ZHAO Xia as independent non-executive directors.*