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RI YING HOLDINGS LIMITED

日贏控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1741)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 1 AUGUST 2024

The board (the “**Board**”) of directors (the “**Directors**”) of Ri Ying Holdings Limited (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held at 6/F., Kai Tak Commercial Building, Nos. 317-319 Des Voeux Road Central, Sheung Wan, Hong Kong on Thursday, 1 August 2024 at 11:00 a.m. (the “**EGM**”), all the proposed resolutions (the “**Resolution(s)**”) as set out in the circular (the “**Circular**”) incorporating a notice of the EGM dated 11 July 2024 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The poll results in respect of the Resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTION		Number of votes cast (%)	
		FOR	AGAINST
1.	Mr. Sun Wei be and is hereby removed as a Director and cease to hold all position in the Company pursuant to article 114 of the articles of association of the Company with immediate effect upon the passing of this resolution.	308,068,000 (100%)	0 (0%)
SPECIAL RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
2.	Subject to the approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from “Ri Ying Holdings Limited” to “Shing Chi Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “日贏控股有限公司” to “成志控股有限公司” (the “ Proposed Change of Company Name ”); and any one Director or the company secretary of the Company be and is hereby authorised to do all such acts and things, arrange for the requisite filings in the Cayman Islands and Hong Kong, and execute and deliver all such documents as he/she consider necessary, desirable or expedient for the purpose of giving effect to the Proposed Change of Company Name.	308,068,000 (100%)	0 (0%)

SPECIAL RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
3.	Subject to the Proposed Change of Company Name becoming effective: (a) the existing second amended and restated memorandum of association and articles of association of the Company (the “ Second Amended and Restated Memorandum and Articles ”) be amended by replacing all references to “Ri Ying Holdings Limited” with “Shing Chi Holdings Limited and all references to “日贏控股有限公司” with “成志控股有限公司” to reflect the Proposed Change of Company Name;	308,068,000 (100%)	0 (0%)
	(b) the third amended and restated memorandum and articles of association of the Company (the “ Third Amended and Restated Memorandum and Articles ”) in the form produced to the meeting, a copy of which has been produced to the meeting marked “A” and for identification purpose signed by the chairman of the meeting, be and is hereby approved and adopted as the memorandum and articles of association of the Company in substitution for and to the exclusion of the Second Amended and Restated Memorandum and Articles; and	308,068,000 (100%)	0 (0%)
	(c) any one director of the Company or the company secretary of the Company be and is hereby authorised to do all things necessary to implement the proposed amendments and the proposed adoption of the Third Amended and Restated Memorandum and Articles and to make relevant registrations and filings in accordance with the relevant requirements of the applicable laws, rules and regulations in the Cayman Islands and Hong Kong.	308,068,000 (100%)	0 (0%)

The full text of the Resolutions appears in the Notice.

As more than 50% of the votes were cast in favour of the Resolution no.1, the Resolution no. 1 proposed at the EGM was duly passed by the Shareholders as ordinary resolution.

As not less than 75% of the votes were casted in favour of Resolutions no. 2 and no. 3, the Resolutions no. 2 and no. 3 proposed at the EGM were duly passed by the Shareholders as special resolutions.

As at the date of the EGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the EGM: 800,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the EGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the EGM.

There was no restriction on any shareholder casting votes on any of the Resolutions at the EGM.

Dr. Lau Chi Wang, Mr. Lau Chi Ming and Dr. Lau Chi Keung, being the executive Directors, attended the EGM in person; and Ms. Lau Yan Ki Patricia, being the executive Director, Mr. Leung Bing Kwong Edward, Mr. Pang Ka Hang and Mr. Wong Chun Nam, being the independent non-executive Directors, attended the EGM by the live webcast.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote taking at the EGM.

By Order of the Board
Ri Ying Holdings Limited
Lau Chi Wang
Chairman and Executive Director

Hong Kong, 1 August 2024

As at the date of this announcement, the executive Directors are Dr. Lau Chi Wang, Mr. Lau Chi Ming, Dr. Lau Chi Keung and Ms. Lau Yan Ki Patricia; and the independent non-executive Directors are Mr. Leung Bing Kwong Edward, Mr. Pang Ka Hang and Mr. Wong Chun Nam.