

*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.*



INTERNATIONAL

**NVC International Holdings Limited**

**雷士國際控股有限公司**

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

**(Stock code: 2222)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 19 DECEMBER 2024**

At the extraordinary general meeting of NVC International Holdings Limited (the “**Company**”) held on 19 December 2024 (the “**EGM**”), the proposed resolution (the “**Resolution**”) as set out in the notice of the EGM (the “**EGM Notice**”) dated 25 November 2024 was taken by poll. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 25 November 2024 (the “**Circular**”).

The poll results in respect of the Resolution as an ordinary resolution at the EGM are as follows:

<b>Ordinary Resolution</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To consider and pass the following resolution as ordinary resolution of the Company, with or without modifications:  “ <b>THAT</b>  (a) the agreement (the “ <b>Agreement</b> ”) entered into between the Company and Parametric Portfolio Associates LLC (the “ <b>Manager</b> ”) dated 24 October 2024 and the transactions contemplated thereunder (including the Proposed Investment (as defined in the Circular)) be and are hereby approved, confirmed and ratified; and	267,152,602 (99.999888%)	300 (0.000112%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
	<p>(b) the board of directors of the Company (the “<b>Board</b>”) be and is hereby authorised to do all such acts and things and sign all such documents and to take such steps as it considers necessary or expedient or desirable in connection with or to give effect to the Proposed Investment, the Agreement and the transactions contemplated thereunder (including without limitation, approving or effecting any transfer of assets/investments to or from the account from time to time as appropriate, approving and/or effecting any changes in the Strategy (as defined in the Circular) and/or the Mandate (as defined in the Circular) from time to time as appropriate, exercising any right of the Company under or in connection with the Agreement to withdraw, reinvest and/or terminate any or all of the assets/investments from the Account, and otherwise providing written instructions to the Manager and/or the Custodian (as defined in the Circular) in relation to the Account, the Account Assets and/or the Agreement), and to agree to such variation (including without limitation, any adjustment to fees payable to the Manager, Morgan Stanley and/or their affiliates from time to time), amendment or waiver from time to time in connection with the Proposed Investment, the Agreement and the transactions contemplated thereunder as are, in the opinion of the Board, in the interests of the Company and its shareholders as a whole.”</p>		

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company.

*Notes:*

- (a) The number and percentage of votes as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person, by authorised corporate representative or by proxy.
- (b) As at the date of the EGM, there were no treasury shares held by the Company (including any treasury shares held or deposited with Central Clearing and Settlement System); and the total number of Shares in issue was 507,273,677 Shares, which was the total number of Shares entitling the holders to attend and vote on the Resolution at the EGM.
- (c) To the best knowledge, information and belief of the directors of the Company after having made all reasonable enquiries, there were no Shares entitling the holders to attend and abstain from voting in favour of the Resolution 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**”).
- (d) No Shareholder was required under the Listing Rules to abstain from voting on the Resolution at the EGM.
- (e) No parties have stated their intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.
- (f) There were no Shares actually voted but excluded from calculating the poll results of the EGM.
- (g) The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.
- (h) Apart from Mr. WANG Donglei, Ms. CHAN Kim Yung, Eva, Mr. WANG Xuexian and Mr. LEE Kong Wai, Conway, who were unable to attend the EGM due to other business engagements, all directors of the Company, namely Mr. XIAO Yu, Mr. WANG Keven Dun, Mr. YE Yong, and Mr. CHEN Hong attended the EGM in person or by electronic means.

By Order of the Board  
**NVC International Holdings Limited**  
**WANG Donglei**  
*Chairman*

Hong Kong, 19 December 2024

*As at the date of this announcement, the directors of the Company are:*

*Executive Directors:*

WANG Donglei

CHAN Kim Yung, Eva

XIAO Yu

WANG Keven Dun

*Non-executive Director:*

YE Yong

*Independent Non-executive Directors:*

LEE Kong Wai, Conway

WANG Xuexian

CHEN Hong