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中國海外諾信國際控股有限公司

CHINA OVERSEAS NUOXIN INTERNATIONAL HOLDINGS LIMITED

(incorporated in Cayman Islands with limited liability)

(Stock Code: 00464)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 12 SEPTEMBER 2023**

The board of directors (the “**Directors**”) of the Company (the “**Board**”) is pleased to announce that all the proposed resolutions set out in the notice of the AGM were duly passed by the shareholders of the Company by way of poll at the AGM held on 12 September 2023.

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 12 SEPTEMBER 2023

References are made to the circular of China Overseas Nuoxin International Holdings Limited (the “**Company**”) dated 31 July 2023 (the “**Circular**”) and the notice of the annual general meeting (the “**AGM**”) dated 31 July 2023. Terms used in this announcement shall have the same meaning as those defined in the Circular unless the context requires otherwise.

At the AGM held on 12 September 2023, a poll was demanded by the chairman of the AGM for voting on all the proposed resolutions as set out in the notice of the AGM dated 31 July 2023.

As at the date of the AGM, the total number of issued shares of the Company was 445,646,000 shares, which was the total number of shares entitling the holders to attend and vote for or against any of the resolutions at the AGM. There were no shares of the Company entitling the holder to attend and vote only against the resolutions or abstain from voting at the AGM and there was no restriction on any shareholders to cast votes on any of the resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting at the AGM and no Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM. The total

number of shares held by the shareholders of the Company or their proxy(ies) who have attended the AGM and are entitled to vote is 229,416,660 shares, representing approximately 51.48% of the total number of issued shares of the Company as at the date of this announcement.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer for the purpose of vote-taking at the AGM. Set out below are the poll results in respect of the resolutions put to the vote at the AGM:

	Ordinary Resolutions	No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 March 2023.	229,416,660 (100%)	0 (0%)
2.	(a) To re-elect Ms. Cai Dongyan as executive Director.	229,416,660 (100%)	0 (0%)
	(b) To re-elect Mr. Hu Zhigang as independent non-executive Director.	229,416,660 (100%)	0 (0%)
	(c) To re-elect Mr. Zhang Jiayou as independent non-executive Director.	229,416,660 (100%)	0 (0%)
	(d) To re-elect Mr. Ma Yu-heng as independent non-executive Director.	229,416,660 (100%)	0 (0%)
3.	To authorize the Board to fix the remuneration of the Directors.	229,416,660 (100%)	0 (0%)
4.	To re-appoint ZHONGHUI ANDA CPA Limited as the auditors of the Company for the year ending 31 March 2024 and to authorize the Board to fix their remuneration.	229,416,660 (100%)	0 (0%)
5.	(A) To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate number of shares of the Company in issue as at the date of the passing of this resolution.	229,416,660 (100%)	0 (0%)
	(B) To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue as at the date of the passing of this resolution.	229,416,660 (100%)	0 (0%)

	(C) Conditional upon passing of Resolutions 5.(A) and 5.(B), to extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company pursuant to Resolution 5.(A) be extended by the addition thereto of an amount representing the aggregate number of shares repurchased by the Company under the authority granted pursuant to Resolution 5.(B).	229,416,660 (100%)	0 (0%)
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As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all such resolutions were duly passed.

Note:

The AGM was chaired by Mr. Zhang Huijun, an executive Director. Except for Mr. Hu Zhigang did not attend the AGM due to other business arrangements, the attendance record of the Directors at the AGM was as follows:

- Mr. Zhang Huijun and Mr. Zhang Jiayou attended the Annual General Meeting in person; and
- Ms. Cai Dongyan and Mr. Ma Yu-heng attended the AGM by electronic means.

By order of the Board
China Overseas Nuoxin International Holdings Limited
Zhang Huijun
Chairman

Hong Kong, 12 September 2023

As at the date of this announcement, the executive Directors are Mr. Zhang Huijun and Ms. Cai Dongyan; and the independent non-executive Directors are Mr. Hu Zhigang, Mr. Zhang Jiayou and Mr. Ma Yu-heng.

Website: www.co-nuoxin.com