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## **Raily Aesthetic Medicine International Holdings Limited**

**瑞麗醫美國際控股有限公司**

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

**(Stock Code: 2135)**

### **POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING HELD ON 10 JUNE 2022**

Raily Aesthetic Medicine International Holdings Limited (the “**Company**”) is pleased to announce that at the 2022 annual general meeting of the Company (the “**2022 AGM**”) held at 5/F., Minhang Tower, No. 290 North Zhongshan Road, Gongshu District, Hangzhou City, PRC on Friday, 10 June 2022 at 3:00 p.m., all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the 2022 AGM dated 19 April 2022 (the “**Notice**”) were duly passed by the Shareholders by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the Resolutions proposed at the 2022 AGM were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and Auditors of the Company for the year ended 31 December 2021.	1,418,652,826 (100.00%)	0 (0.00%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
2.	(a) To re-elect Mr. Song Jianliang as an Executive Director;	1,289,524,071 (90.90%)	129,128,755 (9.10%)
	(b) To re-elect Mr. Wang Ying as an Executive Director;	1,418,652,826 (100.00%)	0 (0.00%)
	(c) To re-elect Ms. Fan Qirui as a Non-executive Director; and	1,289,524,071 (90.90%)	129,128,755 (9.10%)
	(d) To authorize the Board of Directors to fix the Directors' remuneration.	1,418,652,826 (100.00%)	0 (0.00%)
3.	To re-appoint Ernst & Young, Certified Public Accountants, as the Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	1,418,652,826 (100.00%)	0 (0.00%)
4.	To grant the general mandate to the Directors to allot, issue and deal with additional shares of not exceeding 20% of the total number of issued shares as at the date of passing of this resolution.	1,177,279,627 (82.99%)	241,373,199 (17.01%)
5.	To grant the general mandate to the Directors to repurchase shares of not exceeding 10% of the total number of issued shares as at the date of passing of this resolution.	1,418,652,816 (99.99%)	10 (0.01%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by adding the number of shares repurchased by the Company.	1,306,408,362 (92.09%)	112,244,464 (7.91%)
<b>SPECIAL RESOLUTION</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
7.	To approve the adoption of the New Memorandum and Articles of Association of the Company.	1,289,524,081 (90.90%)	129,128,745 (9.10%)

The description of the Resolutions above is by way of summary only. The full text appears in the Notice.

As at the date of the 2022 AGM:

- (a) The total number of the Shares in issue and entitling the holders to attend and vote on the Resolutions at the 2022 AGM: 2,089,040,000.
- (b) The total number of Shares entitling the holder to attend and whose holders abstained from voting in favour at the 2022 AGM 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 against or to abstain from voting on any of the Resolutions at the 2022 AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the 2022 AGM.
- (e) All Directors, namely Mr. Fu Haishu, Mr. Song Jianliang, Mr. Wang Ying, Ms. Fan Qirui, Mr. Cao Dequan, Ms. Yang Xiaofen and Mr. Liu Teng, attended the 2022 AGM.

As more than 50% of the votes were cast in favour of each of Resolution No. 1 to Resolution No. 6 and not less than 75% of the votes were cast in favour of Resolution No. 7, each of Resolution No. 1 to Resolution No. 6 was duly passed as an ordinary resolution and Resolution No. 7 was duly passed as a special resolution.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the 2022 AGM for the purpose of vote taking.

By order of the Board  
**Raily Aesthetic Medicine International Holdings Limited**  
**Mr. Fu Haishu**  
*Chairman*

Hong Kong, 10 June 2022

*As at the date of this announcement, the Board comprises Mr. Fu Haishu, Mr. Song Jianliang and Mr. Wang Ying as Executive Directors; Ms. Fan Qirui as Non-executive Director; and Mr. Cao Dequan, Ms. Yang Xiaofen and Mr. Liu Teng as Independent Non-executive Directors.*