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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 2023 ANNUAL GENERAL MEETING HELD ON 16 JUNE 2023

Raily Aesthetic Medicine International Holdings Limited (the “**Company**”) is pleased to announce that at the 2023 annual general meeting of the Company (the “**2023 AGM**”) held at 5/F., Minhang Tower, No. 290 North Zhongshan Road, Gongshu District, Hangzhou City, PRC on Friday, 16 June 2023 at 3:00 p.m., all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the 2023 AGM dated 24 April 2023 (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 2023 AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and Independent Auditors of the Company for the year ended 31 December 2022.	1,282,294,021 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Cao Dequan as an Independent Non-executive Director;	1,282,294,021 (100.00%)	0 (0.00%)
	(b) To re-elect Ms. Yang Xiaofen as an Independent Non-executive Director;	1,282,294,021 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Liu Teng as an Independent Non-executive Director; and	1,282,294,021 (100.00%)	0 (0.00%)
	(d) To authorize the Board of Directors to fix the Directors’ remuneration.	1,282,294,021 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3.	To re-appoint Ernst & Young, Certified Public Accountants, as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.	1,282,294,021 (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.	1,170,049,567 (91.25%)	112,244,454 (8.75%)
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.	1,282,294,021 (100.00%)	0 (0.00%)
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.	1,170,049,567 (91.25%)	112,244,454 (8.75%)

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 2023 AGM:

- (a) The total number of the Shares in issue and entitling the holders to attend and vote on the Resolutions at the 2023 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 2023 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 2023 AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the 2023 AGM.
- (e) All Directors, namely Mr. Fu Haishu, Mr. Song Jianliang, Mr. Wang Ying, Mr. Cao Dequan, Ms. Yang Xiaofen and Mr. Liu Teng, attended the 2023 AGM.

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

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the 2023 AGM for the purpose of vote taking.

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

Hong Kong, 16 June 2023

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