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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 2025 ANNUAL GENERAL MEETING HELD ON 30 MAY 2025

Raily Aesthetic Medicine International Holdings Limited (the “**Company**”) is pleased to announce that at the 2025 annual general meeting of the Company (the “**2025 AGM**”) held at Workshop A2, 29/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, Hong Kong on Friday, 30 May 2025 at 3:00 p.m., all the proposed resolutions (the “**Resolutions**”) as set out in the mandate circular and the acquisition circular (collectively, the “**Circulars**”) incorporating a notice of the 2025 AGM both dated 24 April 2025 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circulars.

The poll results in respect of the Resolutions proposed at the 2025 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 (the “ Directors ”) and independent auditors (the “ Auditors ”) of the Company for the year ended 31 December 2024.	364,394,846 (100%)	0 (0%)
2.	(a) To re-elect Mr. Song Jianliang as an executive Director;	364,394,846 (100%)	0 (0%)
	(b) To re-elect Mr. Cao Dequan as an independent non-executive Director; and	364,394,846 (100%)	0 (0%)
	(c) To authorize the board of Directors to fix the Directors’ remuneration.	341,945,956 (93.84%)	22,448,890 (6.16%)
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.	364,394,846 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
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.	341,945,956 (93.84%)	22,448,890 (6.16%)
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.	364,394,846 (100%)	0 (0%)
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.	341,945,956 (93.84%)	22,448,890 (6.16%)
7.	To approve the Agreement and the Acquisition contemplated thereunder.	341,945,956 (93.84%)	22,448,890 (6.16%)

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 2025 AGM:

- (a) The total number of the Shares in issue and entitling the holders to attend and vote on the Resolutions at the 2025 AGM: 557,077,333.
- (b) The total number of Shares entitling the holder to attend and whose holders abstained from voting in favour at the 2025 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 Circulars to vote against or to abstain from voting on any of the Resolutions at the 2025 AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the 2025 AGM.
- (e) There were no treasury Shares held by the Company (including any treasury Shares held or deposited with Central Clearing and Settlement System) and no voting rights of the treasury Shares have been exercised at the 2025 AGM; and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares entitled to attend and vote on all the resolutions at the 2025 AGM.
- (f) All Directors, namely Mr. Fu Haishu, Mr. Song Jianliang, Mr. Wang Ying, Mr. Cao Dequan, Ms. Yang Xiaofen and Mr. Liu Teng, attended the 2025 AGM in person or by electronic means.

As a majority of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions.

Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the purpose of vote taking at the 2025 AGM.

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

Hong Kong, 30 May 2025

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.