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(Incorporated in Bermuda with limited liability)
(Stock Code: 00030)

# POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 MAY 2025 AND

## CHANGE OF DIRECTORS AND MEMBER OF AUDIT COMMITTEE

References are made to the notice of the annual general meeting (the "Notice") and the circular ("Circular") of YNBY International Limited (the "Company") dated 17 April 2025. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Notice and the Circular.

## POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board (the "Board") of directors (the "Director(s)") of the Company announced that at the annual general meeting held on 16 May 2025 (the "AGM"), all proposed resolutions ("Resolution(s)") set out in the Notice were duly approved by the shareholders of the Company (the "Shareholders") by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 6,799,914,160 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. No Shareholders were required to abstain from voting on the Resolutions as set out in the Notice and no Shareholders entitled to attend the AGM were required to abstain from voting in favour as set out in rule 13.40 of the Listing Rules. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions.

Computershare Hong Kong Investor Services Limited, the Hong Kong Share Registrar of the Company, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

Mr. Tang Ming and Mr. Liu Zhouyang, the executive Directors, and Mr. Wong Hin Wing, Dr. Cheung Hoi Yu and Dr. Cecilia Wai Bing Pang, the independent non-executive Directors, attended the AGM.

The poll results in respect of the Resolutions are as follows:

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

Ordinary Resolutions		Number of Votes (Approximate percentage)		Total number
		FOR	AGAINST	of votes cast
1.	To re-elect Mr. Wong Hin Wing as an independent non-executive Director with immediate effect upon passing of this resolution	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
2.	To elect Mr. Liu Huaiyu as an executive Director with immediate effect upon passing of this resolution.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
3.	To elect Mr. He Tao as a non- executive Director with immediate effect upon passing of this resolution.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
4.	To authorise the Board to fix the remuneration of the Directors with immediate effect upon passing of this resolution.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
5.	To re-appoint Zhonghui Anda CPA Limited as the auditor of the Company and authorise the Board to fix their remuneration.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
6.	To receive and adopt the audited financial statements and the reports of Directors and auditors for the year ended 31 December 2024.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160

Ordinary Resolutions		Number of Votes (Approximate percentage)		Total number of votes cast
		FOR	AGAINST	of votes cast
7.#	To grant general mandate (the "Share Issue Mandate") to the Directors to allot, issue or otherwise deal with the additional shares not exceeding 20% of the total number of shares of the Company.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
8.#	To grant a general mandate (the "Buy-back Mandate") to the Directors to buy-back shares on market not exceeding 10% of the total number of shares of the Company.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160
9.#	Conditional upon the passing of resolutions 7 and 8 above, to extend the Share Issue Mandate by adding to it the number of shares bought-back by the Company under the Buyback Mandate, provided that such number of shares shall not exceed 10% of the total number of shares in issue as at the date of passing of this resolution.	5,387,874,360 (99.999985%)	800 (0.000015%)	5,387,875,160

<sup>\*</sup> The full text of Resolutions 7 to 9 is set out in the Notice.

#### CHANGE OF DIRECTORS AND MEMBER OF AUDIT COMMITTEE

The Board also announces the following change of Directors and member of the Audit Committee of the Board:

## **Retirement of Directors**

Mr. Liu Zhouyang and Mr. Qian Yinghui did not offer themselves for re-election and retired by rotation as executive Director and non-executive Director, respectively, upon conclusion of the AGM. Mr. Qian Yinghui is also no longer a member of the Audit Committee upon conclusion of the AGM.

Mr. Liu Zhouyang and Mr. Qian Yinghui confirmed that they had no disagreement with the Board and there was no matter relating to their retirement that would need to be brought to the attention of the Shareholders.

### **Appointment of Directors**

As resolution number 2 above in relation to the election of Mr. Liu Huaiyu as an executive Director and resolution number 3 above in relation to the election of Mr. He Tao as a non-executive Director were duly passed at the AGM respectively, the appointments of Mr. Liu Huaiyu as an executive Director and Mr. He Tao as a non-executive Director took effect upon conclusion of the AGM filling the vacancies created by the retirement of Mr. Liu Zhouyang and Mr. Qian Yinghui, respectively. Mr. He Tao has also been appointed as a member of the Audit Committee of the Board in replacement of Mr. Qian Yinghui with effect from the date of this announcement.

The information of Mr. Liu Huaiyu and Mr. He Tao that is required to be disclosed under Rule 13.51(2) of the Listing Rules (including their respective biographical details) was set out in Appendix I to the Circular and since then, there has been no change in all such information.

# **Board Appreciation**

The Board would like to take this opportunity to express its sincere gratitude to Mr. Liu Zhouyang and Mr. Qian Yinghui for their valuable contributions to the Company during their tenure of service and extend a warm welcome to Mr. Liu Huaiyu and Mr. He Tao for joining the Board.

By Order of the Board

YNBY International Limited

Tang Ming

Executive Director

&
Chief Executive Officer

Hong Kong, 16 May 2025

As at the date of this announcement, the executive Directors are Mr. Dong Ming (Chairman), Mr. Tang Ming (Chief Executive Officer) and Mr. Liu Huaiyu; the non-executive Directors are Mr. Huang Bin and Mr. He Tao and the independent non-executive Directors are Mr. Wong Hin Wing, Dr. Cheung Hoi Yu and Dr. Cecilia Wai Bing Pang.