

Stock Code: 000055, 200055 Stock ID: Fangda Group, Fangda B Announcement No. 2023-16

China Fangda Group Co., Ltd.

Announcement on Resolutions of the General Shareholders' Meeting 2022

The members of the Board and the Company acknowledge being responsible for the truthfulness, accuracy, and completeness of the announcement. No false record, misleading statement or significant omission is carried in this announcement.

I. Special Prompts

1. There was no veto proposal at this general shareholders' meeting.
2. This general shareholders' meeting did not involve changes to the resolutions passed by previous shareholders' meetings.

II. About the meeting

1. Time:

(1) Time of the on-site meeting: 2:45 PM on March 20, 2023

(2) Online voting time: March 20, 2023

The voting time via Shenzhen Stock Exchange in 9:15-9:25, 9:30-11:30 and 13:00-15:00; the voting time via Internet is 9:15-15:00.

2. Place: Multi-functional meeting room on the 1st floor of Fangda Building

3. Holding method: field and online voting

4. Caller: The Board of Directors of the Company

5. Chaired by: Chairman Xiong Jianming

6. The convening of the meeting complies with the related laws, regulations, rules, stipulating documents as well as the Articles of Association 6

III. Presence

1. Presence of shareholders (proxies):

Type	Number of people present	Number of shares held (share)	Percentage of the Company's total voting shares
General situation	23	273,421,106	25.46%
Including: field voting	13	260,200,081	24.23%
Online voting	10	13,221,025	1.23%

2. Presence of domestic shares (A share) shareholders (proxies):

Type	Number of people	Number of shares held (share)	Percentage in the total number of
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	present		domestic shares with voting rights
Overall situation of domestic shares	17	153,525,137	22.59%
Including: field voting	7	140,304,112	20.64%
Online voting	10	13,221,025	1.95%

3. Presence of domestic listed foreign capital shares (B share) shareholders (proxies):

Type	Number of people present	Number of shares held (share)	Percentage in the total number of foreign shares with voting rights
Overall situation of foreign shares	6	119,895,969	30.42%
Including: field voting	6	119,895,969	30.42%
Online voting	0	0	0.00%

4. Presence of of minority shareholders (proxies):

Type	Number of people present	Number of shares held (share)	Percentage of Company's total voting shares
General situation of small-to-middle shareholders	20	40,398,685	3.76%
Including: field voting	10	27,177,660	2.53%
Online voting	10	13,221,025	1.23%

5. Presence at the meeting: Directors, supervisors, senior executives, lawyer were present at the shareholders' meeting.

IV. Voting of proposals

The following proposals are reviewed and voted during the meeting:

1. Reviewing and approving the Board of Directors' Work Report 2022;

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

2. Reviewing and Approving the Supervisory Committee's Work Report 2022;

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

3. Reviewing and Approving the Annual Report 2022 and the Summary;

Voting result:

273,416,006 shares agreed, accounting for 99.9981% of the shares held by all shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0019% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,393,585 shares agreed, accounting for 99.9874% of the shares held by all small-to-middle shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0126% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

4. Reviewing and Approving the Financial Settlement Report 2022;

Voting result:

273,416,006 shares agreed, accounting for 99.9981% of the shares held by all shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0019% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,393,585 shares agreed, accounting for 99.9874% of the shares held by all small-to-middle shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0126% of the shares held by all small-to-middle shareholders

attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

5. Reviewing and Approving the 2022 Profit Distribution Plan;

Voting result:

273,416,006 shares agreed, accounting for 99.9981% of the shares held by all shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0019% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,393,585 shares agreed, accounting for 99.9874% of the shares held by all small-to-middle shareholders attending the meeting; 5,100 shares opposed, accounting for 0.0126% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

6. Reviewing and Approving Proposal on Applying for Credit Guarantee from Banks and Other Financial Institutions (special resolution)

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

7. Reviewing and approving the Company's Proposal on Engaging of the CPA for Year 2023

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

8. Review and approve Proposal on Re-electing the 10th Board of Directors of the Company (item by item).

8.01 The Proposal of Electing Mr. Xiong Jianming An Independent Director of the 10th Board of Directors

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

8.02 Proposal of Electing Mr. Lin Kebin A Non-independent Director of the 10th Board of Directors

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

8.03 Proposal of Electing Mr. Huang Yaying An Independent Director of the 10th Board of Directors

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

8.04 Proposal on Electing Mr. Cao Zhongxiong as An Independent Director of the 10th Board of Directors

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders

attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

8.05 Proposal on Electing Mr. Zhan Weizai as An Independent Director of the 10th Board of Directors;

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

9. Review and approve Proposal on Re-electing the 10th Supervisory Committee of the Company (item by item).

9.01 Proposal of Electing Ms. Cao Naisi A Supervisor of the 10th Supervisory Committee of the Company

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting;

0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

9.02 Proposal on Electing Mr. Ye Zhiqing A Supervisor of the 10th Supervisory Committee of the Company

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

10. Review and approve the Remuneration Plan for the 10th Board of Directors (including Independent Directors) and Supervisory Committee.

Voting result:

273,408,906 shares agreed, accounting for 99.9955% of the shares held by all shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0045% of the shares held by all shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all shareholders attending the meeting.

Voting by shareholders of domestic listed foreign shares (B share):

119,895,969 shares agreed, accounting for 100.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares opposed, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all foreign share shareholders attending the meeting.

Voting by small-to-middle shareholders:

40,386,485 shares agreed, accounting for 99.9698% of the shares held by all small-to-middle shareholders attending the meeting; 12,200 shares opposed, accounting for 0.0302% of the shares held by all small-to-middle shareholders attending the meeting; 0 shares abstained, accounting for 0.0000% of the shares held by all small-to-middle shareholders attending the meeting.

The proposal 6 is a special resolution and has been approved with over two thirds of the valid votes at the meeting.

The non-independent directors Mr. Xiong Jianming and Mr. Lin Keping elected at this shareholders' meeting, the independent directors Mr. Huang Yaying, Mr. Cao Zhongxiong, and Mr. Zhan Weizai, together with the employee representative directors Mr. Xiong Xi and Mr. Xiong Jianwei elected at the Company's employees' meeting on February 24, 2023, constitute the 10 Board of Directors of the Company.

Ms. Cao Naisi and Mr. Ye Zhiqing, the supervisors elected at this shareholders' meeting, and Mr. Fan Xiaodong, the employee representative supervisor elected at the Company's employee meeting on February 24, 2023, jointly formed the 10th Supervisory Committee of the Company.

V. Listen to independent board members' work report for the year of 2022.

VI. Lawyer's opinion

1. Law office: V&T LAW FIRM

2. Lawyers: Guo Leiming and Li Shan

3. Concluding comments: The convening and convening procedures of this general meeting of shareholders comply with the provisions of relevant laws, regulations and the Articles of Association. The qualifications of the personnel and convener attending this general meeting of shareholders are legal and valid. The voting procedures and other matters of this general meeting of shareholders comply with the provisions of relevant laws, regulations and the articles of association. The resolutions of this general meeting of shareholders are legal and valid.

VII. Reference

1. Legal Opinion

2. Resolutions of the shareholders' meeting

The above is for the attention of the shareholders.

Board of Directors of China Fangda Group Co., Ltd.

March 21, 2023