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Ming Yuan Cloud Group Holdings Limited

明源雲集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 909)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 20 MAY 2025

Reference is made to the circular of Ming Yuan Cloud Group Holdings Limited (the “**Company**”) dated 24 April 2025 (the “**Circular**”), incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of issued Shares was 1,943,885,020. As stated in the Circular, according to Rule 17.05A of the Listing Rules, MYC, wholly owned by TMF Trust, being the trustee appointed by the Company for the administration of the relevant share schemes of the Company, which held 101,344,472 Shares as at the date of the AGM, shall abstain from voting at the AGM. As at the date of the AGM, there were (i) 12,316,000 treasury shares held by the Company (including any treasury shares held or deposited with the CCASS) and as such no voting rights attached to these treasury shares have been exercised at the AGM; and (ii) 7,368,000 repurchased shares of the Company are pending cancellation and accordingly these Shares should be excluded from the total number of issued Shares for the purposes of the AGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the resolution proposed at the AGM was 1,822,856,548 Shares.

Save as disclosed above, to the best knowledge, information and belief of the Board after having made all reasonable enquiries, (i) there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM; (ii) there was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM; and (iii) no party has stated its intention in the Circular that it would vote against any proposed resolution or that it would abstain from voting at the AGM.

The Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The Board is pleased to announce that at the AGM held on 20 May 2025, all the proposed resolutions as set out in the Notice were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Directors ”) and independent auditor of the Company (the “ Auditor ”) for the year ended 31 December 2024.	1,254,988,794 99.974588%	319,000 0.025412%
2.	To approve the declaration and payment of a special dividend of HK\$0.1 per share out of share premium account of the Company (the “ Special Dividend ”) to the shareholders of the Company; and to authorize any one of the Directors to take such action, do such things and execute such further documents in connection with the implementation of the payment of the Special Dividend.	1,255,305,794 99.999841%	2,000 0.000159%
3.	To re-elect Mr. Gao Yu as an executive Director.	1,248,007,106 99.418415%	7,300,688 0.581585%
4.	To re-elect Mr. Liang Guozhi as a non-executive Director.	1,250,069,045 99.582672%	5,238,749 0.417328%
5.	To re-elect Mr. Li Hanhui as an independent non-executive Director.	1,254,577,744 99.941843%	730,050 0.058157%
6.	To re-elect Ms. Wen Hongmei as an independent non-executive Director.	1,254,577,744 99.941843%	730,050 0.058157%
7.	To authorise the Board to fix the remuneration of the Directors.	1,254,975,554 99.973533%	332,240 0.026467%
8.	To re-appoint Ernst & Young as Auditor and to authorise the Board to fix their remuneration for the year ending 31 December 2025.	1,254,988,794 99.974588%	319,000 0.025412%
9.	(A) To give a general mandate to the Directors to allot, issue and deal with the additional shares (including any sale or transfer of treasury shares out of treasury) not exceeding 20 per cent of the total number of the issued shares of the Company (excluding any treasury shares).	1,191,415,270 94.910211%	63,892,524 5.089789%
	(B) To give a general mandate to the Directors to repurchase shares not exceeding 10 per cent of the total number of the issued shares of the Company (excluding any treasury shares).	1,255,305,794 99.999841%	2,000 0.000159%
	(C) To extend the authority given to the Directors pursuant to ordinary resolution numbered 9(A) to issue shares by adding thereto the number of shares repurchased under ordinary resolution numbered 9(B).	1,191,415,270 94.910211%	63,892,524 5.089789%

Note: All percentages are rounded up to six decimal places.

Please refer to the Notice for the full text of the resolutions.

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

Mr. Gao Yu, the chairman of the AGM, Mr. Jiang Haiyang, Mr. Chen Xiaohui, Mr. Liang Guozhi, Mr. Li Hanhui, Mr. Zhao Liang and Ms. Wen Hongmei attended the AGM in person or by electronics means.

By order of the Board
Ming Yuan Cloud Group Holdings Limited
GAO Yu
Chairman

Shenzhen, PRC, 20 May 2025

As of the date of this announcement, the Board comprises Mr. GAO Yu, Mr. JIANG Haiyang and Mr. CHEN Xiaohui as executive Directors, Mr. LIANG Guozhi as a non-executive Director, and Mr. LI Hanhui, Mr. ZHAO Liang and Ms. WEN Hongmei as independent non-executive Directors.