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**AUNTEA JENNY**

**沪上阿姨**

**Auntea Jenny (Shanghai) Industrial Co., Ltd.**

**滬上阿姨(上海)實業股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 02589)**

## **POLL RESULTS OF THE 2025 FOURTH EXTRAORDINARY GENERAL MEETING**

References are made to the notice of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of Auntea Jenny (Shanghai) Industrial Co., Ltd. (the “**Company**”) both dated 17 November 2025. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board of Directors (the “**Board**”) of the Company is pleased to announce that the EGM was held at Conference Room, 5/F, Building A, Helen Center, Financial Street, 440 Helen Road, Shanghai, PRC at 2:00 p.m. on Monday, 8 December 2025, and the resolutions proposed at the EGM were duly passed.

### **I. CONVENING OF THE EGM**

The EGM was convened by the Board and chaired by Mr. Shan Weijun, the chairperson of the Board. The Company’s executive Directors, being Mr. Shan Weijun, Ms. Zhou Rongrong, Mr. Zhou Tianmu and Mr. Wang Jiaying, independent non-executive Directors, being Mr. Han Ding-Gwo, Mr. Chung Chong Sun and Ms. Yu Fang Jing, as well as Supervisors and senior management of the Company were present at the EGM.

As of the date of the EGM, the total number of issued Shares of the Company was 105,203,020 Shares (including 59,426,726 H Shares and 45,776,294 domestic unlisted Shares), which represented the total number of Shares held by the Shareholders and entitled to attend and vote on the resolutions at the EGM to indicate their willingness to vote for or against the resolutions, or to abstain from voting. Shareholders (or their proxies) who attended and voted at the EGM held a total of 94,697,575 voting Shares (including 54,734,176 H Shares and 39,963,399 domestic unlisted Shares), representing approximately 90.01% of the total issued Shares as of the date of the EGM.

As at the date of the EGM, the Company did not hold any treasury Share (including any treasury Share held or deposited in the Central Clearing and Settlement System) and did not exercise any voting right in respect of the treasury Shares at the EGM, nor did it hold any repurchased Share pending cancellation and excluded from the total number of issued Shares for the purposes of the EGM.

As at the date of the EGM, to the best knowledge, information and belief of the Company, having made reasonable enquiries, no Shareholder of the Company who was entitled to attend the EGM had to abstain from voting in favor of any proposed resolution pursuant to Rule 13.40 of the Listing Rules. No Shareholder of the Company has indicated in the Circular that they intend to vote against or abstain from voting on any resolution at the EGM, nor is any Shareholder of the Company required to abstain from voting on any proposed resolution at the EGM pursuant to the Listing Rules.

## II. POLL RESULTS OF THE EGM

The Shareholders present at the EGM considered and approved the following resolutions:

ORDINARY RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.	To consider and approve the proposal on amendments to the Internal Governance Systems	/					
1.1	To consider and approve the proposed amendments to the Related Party (Connected) Transaction Management System	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than half of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.</b>					
1.2	To consider and approve the proposed amendments to the External Investment Management System	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than half of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.</b>					

ORDINARY RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.3	To consider and approve the proposed amendments to the External Guarantee Management System	94,697,575	100.00	0	0.00	0	0.00
<b>As more than half of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.</b>							
2.	To consider and approve the proposal on distribution of 2025 interim profit	94,697,575	100.00	0	0.00	0	0.00
<b>As more than half of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.</b>							
SPECIAL RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
3.	To consider and approve the proposal on abolition of the Board of Supervisors and amendments to the Articles of Association of Auntea Jenny (Shanghai) Industrial Co., Ltd. and related rules of procedure	94,697,575	100.00	0	0.00	0	0.00
<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>							
4.	To consider and approve the proposal on amendments to the Articles of Association of Auntea Jenny (Shanghai) Industrial Co., Ltd. effective upon the Circulation of Domestic Unlisted Shares	94,697,575	100.00	0	0.00	0	0.00
<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>							

SPECIAL RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
5.	To consider and approve the proposal on proposed grant of general mandates to the Board of Directors for issuance of Shares, sale of treasury Shares and share repurchase	/					
5.1	To consider and approve the proposed grant of general mandate to the Board of Directors for issuance of Shares (including the sale or transfer of treasury Shares)	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>					
5.2	To consider and approve the proposed grant of general mandate to the Board of Directors for repurchase of Shares	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>					
6	To consider and approve the proposal on proposed adoption of the H Share Incentive Scheme	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>					
7	To consider and approve the proposal on authorization to the Board of Directors and/or authorized persons to deal with matters in relation to the H Share Incentive Scheme	94,697,575	100.00	0	0.00	0	0.00
		<b>As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.</b>					

For details of the resolutions proposed at the EGM, please refer to the Circular.

### III. SCRUTINY OF VOTE-COUNTING

Voting for the resolutions of the EGM was taken in accordance with Rule 13.39(4) of the Listing Rules and the Articles of Association of the Company. Pursuant to the Listing Rules, the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking of H Shares at the EGM, and the representatives of the Shareholders of the Company acted as the scrutineer for the vote-taking of the domestic unlisted Shares at the EGM, respectively.

### IV. DISTRIBUTION OF INTERIM DIVIDEND FOR 2025

#### (1) Details of Dividend Distribution

The resolution regarding the distribution of 2025 interim profit was approved at the EGM, with a cash dividend of RMB6.76 (inclusive of tax) per ten Shares (“**2025 Interim Dividend**”). The 2025 Interim Dividend is expected to be paid on Wednesday, 4 February 2026, to Shareholders whose names appear on the Company’s Register of Members on Friday, 19 December 2025. The interim dividend will be denominated and declared in Renminbi and paid in Hong Kong dollars to the Company’s H Shareholders. The interim dividend payable in Hong Kong dollars will be converted from Renminbi to Hong Kong dollars based on the average benchmark exchange rate published by the People’s Bank of China for the five business days preceding the EGM (i.e., RMB0.9089: HK\$1.00); while the interim dividend paid to holders of domestic unlisted Shares will be paid in Renminbi. All treasury Shares (if any) held by the Company are not entitled to the interim dividend.

For the purpose of determining the list of H Shareholders entitled to receive the 2025 Interim Dividend of the Company, the register of members will be closed from Tuesday, 16 December 2025 to Friday, 19 December 2025 (both days inclusive), during which period no transfer of Share will be registered. To qualify for the 2025 Interim Dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Monday, 15 December 2025.

## (2) Withholding and Payment of Income Tax on Dividends

According to relevant tax rules and regulations in the PRC (collectively, the “**PRC Tax Law**”), the Company is required to withhold and pay enterprise income tax at the rate of 10% when distributing dividends to overseas non-resident enterprise H Shareholders whose names appear on the register of members for H Shares of the Company. Any H Shares registered in the name of non-individual registered shareholders, including HKSCC Nominees Limited, other attorneys or trustees, or other organizations or groups, will be treated as Shares being held by non-resident enterprise Shareholders, but excluding any H Shares of the Company registered in the name of HKSCC Nominees Limited which are held by China Securities Depository and Clearing Corporation Limited as nominee Shareholder on behalf of investors of Southbound Trading.

In accordance with the PRC Tax Law, the Company is required to withhold individual income tax when distributing dividends to overseas non-resident individual H Shareholders whose names appeared on the register of members for H Shares of the Company. The Company will determine the country of domicile of the individual H Shareholders based on the registered addresses as recorded in the register of members for H Shares of the Company on Friday, 19 December 2025 (the “**Record Date**”), with details as follows:

- (1) for individual H Shareholders who are Hong Kong and Macau residents and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of them;
- (2) for individual H Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of them;
- (3) for individual H Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of higher than 10% but lower than 20%, the Company would withhold and pay the individual income tax in accordance with the effective tax rate stipulated in the relevant tax treaty; and
- (4) for individual H Shareholders who are residents of those countries without any tax treaties with the PRC or having tax treaties with the PRC stipulating a dividend tax rate of 20% and other situations, the Company would withhold and pay the individual income tax at a tax rate of 20% on behalf of them.

If the above overseas non-resident enterprise H Shareholders and overseas non-resident individual H Shareholders are resident enterprise Shareholders or resident individual Shareholders of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, they may apply to the competent PRC tax authorities by themselves or through the Company for refund of the overpaid tax after receiving the dividends. The Company may make applications on their behalf to seek entitlement of the relevant agreed preferential treatments pursuant to the tax treaties.

In accordance with the PRC Tax Law, for dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the Company shall withhold and pay the individual income tax at the rate of 20% on behalf of the investors. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Corporation Limited for tax credit relating to the withholding tax already paid abroad. For dividends received by domestic securities investment funds from investing in Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the individual income tax payable shall be the same as that for individual investors. When distributing interim dividends to individual Shareholders under the “full circulation” of H Shares, the Company is required to withhold and pay the individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic enterprise investors from investing in H Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the Company will not withhold the enterprise income tax for the dividends, and such enterprise investors shall report and pay relevant tax by themselves. Of which, any dividend received in respect of H Shares of the Company which have been continuously held by a domestic enterprise Shareholder for 12 months shall be exempted from enterprise income tax.

Where laws, regulations, or regulatory authorities stipulate or require otherwise, such stipulations or requirements shall prevail. H Shareholders are advised to consult their tax advisors regarding the tax implications in the PRC, Hong Kong, and other countries (regions) associated with the ownership and disposal of H Shares.

The Company will strictly comply with the requirements of relevant government authorities and will withhold and pay the corporate/individual income tax on behalf of the Shareholders whose names appear on the register of members for H Shares of the Company on the Record Date. The Company takes no responsibility for any claims arising from the failure to timely or accurately determine shareholder status, or for any disputes concerning the withholding and payment mechanism.

## V. ABOLITION OF THE BOARD OF SUPERVISORS AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution on the abolition of the Board of Supervisors and the amendments to the Articles of Association of Auntea Jenny (Shanghai) Industrial Co., Ltd. and related rules of procedure has been approved by the Shareholders at the EGM by special resolution. Please refer to the Circular for details of these amendments. Effective from the date of this announcement, the Company dissolves the Board of Supervisors, and its powers will be exercised by the Audit Committee of the Board. The Rules of Procedure for the Board of Supervisors of the Company is simultaneously revoked.

Mr. Gu Liang, Ms. Xu Na, and Ms. Chen Fangfang cease to serve as Supervisors of the Company from the date of this announcement and confirm that they have no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders or the stock exchange.

The amended Articles of Association and its annexes shall take effect from the date of this announcement. The full text of the amended Articles of Association and its annexes can be found on the website of Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company's website (<https://ir.hsay.com>). The Company will complete the necessary registration and filing procedures in accordance with relevant legal requirements.

By order of the Board  
**Auntea Jenny (Shanghai) Industrial Co., Ltd.**  
**Mr. Shan Weijun**  
*Chairperson of the Board and Executive Director*

Hong Kong, 8 December 2025

*As at the date of this announcement, the Board comprises: (i) Mr. Shan Weijun, Ms. Zhou Rongrong, Mr. Zhou Tianmu and Mr. Wang Jiaying as executive Directors; and (ii) Mr. Han Ding-Gwo, Mr. Chung Chong Sun and Ms. Yu Fang Jing as independent non-executive Directors.*