GHW International

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9933)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 JULY 2024

The Board is pleased to announce that the Resolution as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll at the EGM.

Reference is made to the circular (the "**Circular**") and the notice (the "**EGM Notice**") of the extraordinary general meeting (the "**EGM**") of GHW International (the "**Company**") dated 21 June 2024 in relation to the capital increase of Taian Havay Group Co., Ltd., a wholly-owned subsidiary of the Company. Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

VOTING RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on Monday, 15 July 2024, the proposed ordinary resolution (the "**Resolution**") as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll.

As at the date of the EGM, the total number of issued Shares was 1,000,000,000. As (i) Commonwealth B Limited is owned as to 80% by Commonwealth Yanbin Limited, which is in turn wholly-owned by Mr. Yin; and (ii) Commonwealth Happy Elephant Limited is owned as to approximately 98.26% by Commonwealth YYB Limited, which is in turn wholly-owned by Mr. Yin, Commonwealth B Limited and Commonwealth Happy Elephant Limited are regarded as having a material interest in the Capital Increase Agreement and the transactions contemplated thereunder. As such, Commonwealth B Limited and Commonwealth Happy Elephant Limited, which held 375,000,000 Shares and 178,141,500 Shares, representing approximately 37.50% and 17.81% of the issued share capital of the Company respectively, were required to and had abstained from voting on the Resolution at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to vote for or against the Resolution at the EGM was 446,858,500 Shares. Save as disclosed, there was no Share entitling the holder to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting at the EGM. There was no restriction on any Shareholders to vote only against any of the Resolution at the EGM.

For the avoidance of doubt, Endless Reward Limited, the trustee of GHW International Employee Incentive Trust which held 50,900,000 Shares (representing 5.09% of the issued share capital of the Company), is not entitled to any voting rights in respect of the Shares held by it.

The branch share registrar and transfer office of the Company in Hong Kong, Link Market Services (Hong Kong) Pty Limited, was appointed as the scrutineer for the vote-taking at the EGM.

All Directors attended the EGM in person or by electronic means.

The poll results in respect of the Resolution at the EGM are set out as follows:

ORDINARY RESOLUTION			**Number of votes (Approximate %)**	
			For	**Against**
1.	(a)	to approve the Capital Increase Agreement and the transactions contemplated thereunder; and	186,778,500 (100.00%)	0 (0.00%)
	(b)	to authorise the directors of the Company or any other person authorised by the directors of the Company to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the Capital Increase Agreement, and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the Capital Increase Agreement which in their opinion is not of a material nature and to effect or implement any other matters.		

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as ordinary resolution by the Independent Shareholders at the EGM.

By order of the Board
GHW International
Yin Yanbin
Chairman and Chief Executive Officer

Hong Kong, 15 July 2024

As at the date of this announcement, the Board comprises Mr. Yin Yanbin, Mr. Zhuang Zhaohui, Mr. Chen Zhaohui, Mr. Zhou Chunnian, Mr. Chen Hua and Mr. Diao Cheng as executive Directors, and Mr. Sun Hongbin, Mr. Wang Guangji and Ms. Zheng Qing as independent non-executive Directors.