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China PengFei Group Limited
中国鹏飞集团有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3348)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 18 JUNE 2025
AND
RETIREMENT OF EXECUTIVE DIRECTOR
AND
APPOINTMENT OF EXECUTIVE DIRECTOR
AND
CHANGE OF COMPOSITION OF BOARD COMMITTEE**

The Board announces that all the resolutions as set out in the Notice were duly passed by the Shareholders as ordinary resolutions by way of poll at the Annual General Meeting.

The board of directors (the “**Board**”) of China PengFei Group Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**Annual General Meeting**”) held at Grand Meeting Room at 9/F, Jiangsu Pengfei Group, Benjiaji, Northern Suburb, Haian City, Jiangsu Province, the People’s Republic of China on Wednesday, 18 June 2025 at 9:30 a.m.

Reference is made to the Company’s circular (the “**Circular**”) in connection with the Annual General Meeting and notice of the Annual General Meeting (the “**Notice**”) dated 29 April 2025, and the clarification announcement of the Company dated 7 May 2025. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

The voting results in respect of the resolutions proposed at the Annual General Meeting were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2024.	375,002,000 (100.00%)	0 (0.00%)
2.	To declare and pay a final dividend of RMB0.04037 per ordinary share for the year ended 31 December 2024 out of the share premium account of the Company.	375,002,000 (100.00%)	0 (0.00%)

Ordinary Resolutions			Number of Votes (%)	
			For	Against
3.	(a)	To re-elect the following retiring directors of the Company:		
	(i)	Mr. Zhou Yinbiao, executive director	375,002,000 (100.00%)	0 (0.00%)
	(ii)	Mr. Mak Hing Keung, Thomas, independent non-executive director.	375,002,000 (100.00%)	0 (0.00%)
	(b)	To appoint Mr. Xu Ruidong as executive director of the Company.	375,002,000 (100.00%)	0 (0.00%)
	(c)	To authorise the board of directors of the Company to fix the remuneration of the directors.	375,002,000 (100.00%)	0 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix their remuneration.		375,002,000 (100.00%)	0 (0.00%)
5.	(A)	To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company (excluding treasury shares, if any) as at the date of this resolution.	375,002,000 (100.00%)	0 (0.00%)
	(B)	To give a general mandate to the directors of the Company to buy-back shares not exceeding 10% of the issued share capital of the Company (excluding treasury shares, if any) as at the date of this resolution.	375,002,000 (100.00%)	0 (0.00%)
	(C)	To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to issue shares by adding to the issued share capital of the Company the number of shares bought back under ordinary resolution no. 5(B).	375,002,000 (100.00%)	0 (0.00%)

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

Please refer to the Notice for the full text of the resolutions proposed at the Annual General Meeting.

The total number of issued Shares as at the date of the Annual General Meeting was 500,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the Annual General Meeting. No person was required under the Listing Rules to abstain from voting on the resolutions proposed at the Annual General Meeting and no party has stated its intention in the Circular to vote against or to abstain from voting the resolutions proposed at the Annual General Meeting.

The executive directors of the Company, Mr. Wang Jiaan, Mr. Zhou Yinbiao, and Mr. Ben Daolin, the independent non-executive directors of the Company, Ms. Zhang Lanrong, Mr. Ding Zaiguo and Mr. Mak Hing Keung, Thomas attended the Annual General Meeting, either in person or by means of telecommunication. The Company's executive Director, Mr. Dai Xianru, was absent from the Annual General Meeting due to his other commitments.

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as the scrutineer for counting of votes at the Annual General Meeting.

RETIREMENT OF EXECUTIVE DIRECTOR

As disclosed in the Circular, Mr. Dai Xianru ("**Mr. Dai**") will not offer himself for re-election and will therefore retire from office as an executive Director with effect from the conclusion of the Annual General Meeting in order to spend more time on his personal commitments.

Mr. Dai has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the Shareholders in relation to his retirement.

The Board would like to thank Mr. Dai for his valuable contributions to the Company during his term of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

Upon approval by the Shareholders at the Annual General Meeting, the Board is pleased to announce that Mr. Xu Ruidong ("**Mr. Xu**") has been appointed as an executive Director with effect from 18 June 2025. The biographical details of Mr. Xu and his information required to be disclosed under Rule 13.51(2) of the Listing Rules were set out in the Circular. As at the date of this announcement, there was no change in such information.

The Board would like to express its warm welcome to Mr. Xu for his new appointment.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that following the retirement of Mr. Dai as an executive Director, with effect from the conclusion of the Annual General Meeting, Mr. Dai ceased to be a member of remuneration committee of the Company ("**Remuneration Committee**") and the chairman of the investment committee of the Company ("**Investment Committee**"). Mr. Xu has been appointed as a member of the Remuneration Committee and the chairman of the Investment Committee.

By order of the Board
China PengFei Group Limited
Wang Jiaan
Chairman and Executive Director

Hong Kong, 18 June 2025

As of the date of this announcement, the Board comprises Mr. Wang Jiaan, Mr. Zhou Yinbiao, Mr. Ben Daolin and Mr. Xu Ruidong as executive directors, and Ms. Zhang Lanrong, Mr. Ding Zaiguo, and Mr. Mak Hing Keung, Thomas as independent non-executive directors.