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**江南布衣**  
JIANGNANBUYI

**JNBY Design Limited**

**江南布衣有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3306)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 OCTOBER 2024**

The board (the “**Board**”) of directors (the “**Directors**”) of JNBY Design Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting (the “**AGM**”) of the Company held on 24 October 2024.

References are made to the circular of the Company (the “**Circular**”) and the notice (the “**Notice**”) of the AGM both dated 27 September 2024. Unless the context otherwise requires, terms used herein shall have the same meanings as those defined in the Circular.

At the AGM, all the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the AGM, the total number of issued Shares was 518,750,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM. 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 Company's Hong Kong share registrar, Link Market Services (Hong Kong) Pty Limited acted as the scrutineer for the purpose of vote-taking at the AGM. The poll results in respect of the resolutions proposed at the AGM were 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 and auditor for the year ended 30 June 2024.	412,186,251 (99.5222%)	1,978,695 (0.4778%)
2.	To consider and approve the declaration of a final dividend of HK\$0.86 per ordinary share (equivalent to approximately RMB0.81 per ordinary share) for the year ended 30 June 2024.	414,165,447 (100.0000%)	0 (0.0000%)
3.	(A) (i) To re-elect Ms. Wu Huating as an executive director of the Company.	408,715,634 (98.6843%)	5,449,313 (1.3157%)
	(ii) To re-elect Ms. Han Min as an independent non-executive director of the Company.	413,921,447 (99.9412%)	243,500 (0.0588%)
	(iii) To re-elect Mr. Hu Huanxin as an independent non-executive director of the Company.	408,512,447 (98.6352%)	5,652,500 (1.3648%)
	(B) To authorize the board of directors of the Company to fix the remuneration of the directors of the Company.	411,842,447 (99.4392%)	2,322,500 (0.5608%)
4.	To re-appoint PricewaterhouseCoopers as auditor of the Company and authorize the board of directors of the Company to fix its remuneration.	412,911,930 (99.6973%)	1,253,517 (0.3027%)

<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
5.	(A) To grant a general mandate to the directors to allot, issue and/or otherwise deal with additional securities (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the issued shares of the Company (excluding any treasury shares).	339,443,706 (81.9586%)	74,721,241 (18.0414%)
	(B) To grant a general mandate to the directors to repurchase shares not exceeding 10% of the issued shares of the Company (excluding any treasury shares).	414,044,455 (99.9708%)	120,992 (0.0292%)
	(C) Conditional upon the passing of the ordinary resolutions number 5(A) and 5(B), to extend the authority given to the directors pursuant to ordinary resolution number 5(A) to issue securities by adding to the number of issued shares of the Company which may be allotted by the directors of the Company pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution number 5(B).	336,650,516 (81.2842%)	77,514,431 (18.7158%)
<b>SPECIAL RESOLUTION</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
6.	To consider and approve the proposed amendments to the articles of association of the Company and to adopt the third amended and restated articles of association of the Company.	408,755,947 (98.6940%)	5,409,000 (1.3060%)

As more than 50% of the votes were cast in favour of the ordinary resolutions numbered 1 to 5, each of the said resolutions was duly passed as an ordinary resolution of the Company. As more than 75% of the votes were cast in favour of the special resolution numbered 6, such resolution was duly passed as a special resolution of the Company.

The executive Directors Mr. Wu Jian, Ms. Li Lin and Ms. Wu Huating; the non-executive Director Mr. Wei Zhe; and the independent non-executive Directors Mr. Lam Yiu Por, Ms. Han Min and Mr. Hu Huanxin attended the AGM, either in person or by electronic means.

By order of the Board  
**JNBY Design Limited**  
**Wu Jian**  
*Chairman and Executive Director*

Hong Kong, 24 October 2024

*As at the date of this announcement, Mr. Wu Jian, Ms. Li Lin and Ms. Wu Huating are the executive Directors; Mr. Wei Zhe is the non-executive Director; and Mr. Lam Yiu Por, Ms. Han Min and Mr. Hu Huanxin are the independent non-executive Directors.*