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GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED*

廣東愛得威建設(集團)股份有限公司

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

(Stock Code: 6189)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 28 JUNE 2024;**
- (2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- (3) ELECTION OF DIRECTORS OF THE SEVENTH SESSION OF
THE BOARD OF DIRECTORS AND APPOINTMENT OF
THE CHAIRMAN OF THE BOARD OF DIRECTORS;**
- (4) COMPOSITION OF
SPECIAL COMMITTEES OF THE SEVENTH SESSION OF
THE BOARD OF DIRECTORS;**
- AND**
- (5) ELECTION OF SUPERVISORS OF THE SEVENTH SESSION OF
THE SUPERVISORY COMMITTEE AND APPOINTMENT OF
THE CHAIRMAN OF THE SUPERVISORY COMMITTEE**

References are made to the notice of the annual general meeting (the “**Notice**”) and circular (the “**Circular**”) of Guangdong Adway Construction (Group) Holdings Company Limited (the “**Company**”) both dated 28 May 2024. Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held at the head office conference room, 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the PRC on 28 June 2024 at 11:00 a.m.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Shares Actually Voted (Approximate percentage in the total number of votes)	
		For	Against
1.	To consider and approve the report of the board (the “ Board ” or “ Board of Directors ”) of directors (the “ Director(s) ”) of the Company for the year ended 31 December 2023.	152,071,645 (100%)	0 (0%)
2.	To consider and approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year ended 31 December 2023.	152,071,645 (100%)	0 (0%)
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditor’s report for the year ended 31 December 2023.	152,071,645 (100%)	0 (0%)
4.	To consider and approve the election of Directors of the seventh session of the Board of Directors item by item:	/	
4.1	To consider and approve the election of Mr. Ye Yujing as an executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.2	To consider and approve the election of Ms. Ye Xiujin as an executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.3	To consider and approve the election of Mr. Ye Guofeng as an executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.4	To consider and approve the election of Mr. Ye Jiajun as an executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.5	To consider and approve the election of Mr. Zhuang Liangbin as a non-executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)

Ordinary Resolutions		Number of Shares Actually Voted (Approximate percentage in the total number of votes)	
		For	Against
4.6	To consider and approve the election of Mr. Cai Huiming as an independent non-executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.7	To consider and approve the election of Mr. Sun Changqing as an independent non-executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.8	To consider and approve the election of Mr. Lin Zhiyang as an independent non-executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
4.9	To consider and approve the election of Mr. Zhou Wanxiong as an independent non-executive Director of the seventh session of the Board of Directors.	152,071,645 (100%)	0 (0%)
5.	To consider and approve the election of supervisors of the seventh session of the Supervisory Committee:	/	
5.1	To consider and approve the election of Mr. Li Rui as an independent supervisor of the seventh session of the Supervisory Committee.	152,071,645 (100%)	0 (0%)
5.2	To consider and approve the election of Mr. Liu Yi as a shareholder representative supervisor of the seventh session of the Supervisory Committee.	152,071,645 (100%)	0 (0%)
6.	To consider and approve the Board of Directors to fix the remunerations of the Directors and supervisors of the Company.	152,071,645 (100%)	0 (0%)
7.	To consider and approve the re-appointment of Elite Partners CPA Limited as the auditor of the Company, to hold office until the conclusion of the next annual general meeting, and to authorise the Board of Directors to fix the remuneration of the auditor.	152,071,645 (100%)	0 (0%)

SPECIAL RESOLUTIONS		Number of Shares Actually Voted (Approximate percentage in the total number of votes)	
		For	Against
8.	To consider and approve the amendments to the Articles of Association.	152,071,645 (100%)	0 (0%)
9.	To grant a general mandate to the Directors to issue, allot and/or deal with additional Domestic Shares and/or H Shares, the upper limit shall be 20% of the respective total number of issued Domestic Shares and/or H Shares of the Company as at the date of approval of this resolution at the AGM.	129,491,000 (85.15%)	22,580,645 (14.85%)

As more than one-half of the votes were cast in favour of each of the resolutions numbered 1 to 7, these resolutions were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the votes were cast in favour of each of the resolutions numbered 8 to 9, these resolutions were duly passed as special resolutions of the Company.

Notes:

- As at the date of the AGM, the total number of issued Shares was 240,930,645 Shares, comprising 62,763,000 H Shares and 178,167,645 Domestic Shares, which represented the total number of Shares entitling the holders to attend and vote on the proposed resolutions at the AGM. As at the date of the AGM, the Company does not hold any repurchased Shares pending cancellation or treasury shares.
- There were no Shareholders entitled to attend the AGM, who, pursuant to Rule 13.40 of the Listing Rules, were required to abstain from voting in favour of the proposed resolutions at the AGM, nor were there any Shareholders who were required under the Listing Rules to abstain from voting at the AGM.
- None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any proposed resolutions at the AGM.
- For the above resolutions, the Shareholders, proxies or authorised representatives holding in aggregate of 152,071,645 Shares, representing approximately 63.12% of the total voting Shares, were present in person or by proxy at the AGM.
- Tricor Investor Services Limited, the Company's H share registrar, was appointed as the scrutineer at the AGM for the purpose of vote-taking.
- Mr. Ye Yujing, Ms. Ye Xiujin, Mr. Ye Guofeng and Mr. Ye Jiajun, as executive Directors, Mr. Zhuang Liangbin as non-executive Director, and Mr. Cai Huiming, Ms. Sun Changqing, Mr. Lin Zhiyang and Mr. Zhou Wanxiong, as independent non-executive Directors, attended the AGM.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board hereby announces that relevant resolution regarding the proposed amendments to the Articles of Association has been duly passed as a special resolution at the AGM. Please refer to the Circular for details of the proposed amendments to the Articles of Association. The amended Articles of Association is effective from 28 June 2024. The full text of which will be available for inspection on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.aidewei.cn).

ELECTION OF DIRECTORS OF THE SEVENTH SESSION OF THE BOARD OF DIRECTORS AND APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS

Upon the approval by Shareholders at the AGM, Mr. Ye Yujing, Ms. Ye Xiujin, Mr. Ye Guofeng and Mr. Ye Jiajun are elected as executive Directors of the seventh session of the Board of Directors, Mr. Zhuang Liangbin is elected as a non-executive Director of the seventh session of the Board of Directors, and Mr. Cai Huiming, Mr. Sun Changqing, Mr. Lin Zhiyang and Mr. Zhou Wanxiong are elected as independent non-executive Directors of the seventh session of the Board of Directors. The aforesaid Directors have a term of office of three years from 28 June 2024 to the conclusion of the seventh session of the Board of Directors.

The biographical details of the aforesaid Directors and other information required to be disclosed under Rule 13.51(2) of the Listing Rules have been set out in the Circular. As of the date of this announcement, there is no change to such information.

In accordance with the relevant provisions of the Articles of Association, the Board of Directors agreed to elect Mr. Ye Yujing as the chairman of the Board of Directors of the Company for a term of office in line with the term of the seventh session of the Board of Directors.

COMPOSITION OF SPECIAL COMMITTEES OF THE BOARD OF DIRECTORS

The Board is pleased to announce that upon the conclusion of the AGM, the Board resolved to appoint the chairman and members of the Audit Committee, Nomination Committee, Remuneration Committee and Strategy Committee of the seventh session of the Board of Directors for a term of office in line with the term of the seventh session of the Board of Directors. The composition of the special committees of the Board of Directors is as follows:

(I) Audit Committee
Chairman: Mr. Cai Huiming
Members: Mr. Sun Changqing and Mr. Lin Zhiyang

(II) Nomination Committee
Chairman: Mr. Lin Zhiyang
Members: Mr. Ye Yujing and Mr. Sun Changqing

(III) Remuneration Committee
Chairman: Mr. Sun Changqing
Members: Mr. Ye Guofeng and Mr. Cai Huiming

(IV) Strategy Committee
Chairman: Mr. Ye Yujing
Members: Mr. Ye Guofeng, Mr. Ye Jiajun, Mr. Sun Changqing and Mr. Lin Zhiyang

ELECTION OF SUPERVISORS OF THE SEVENTH SESSION OF THE SUPERVISORY COMMITTEE AND APPOINTMENT OF THE CHAIRMAN OF THE SUPERVISORY COMMITTEE

Upon the approval by Shareholders at the AGM, Mr. Li Rui is elected as an independent Supervisor of the seventh session of the Supervisory Committee, and Mr. Liu Yi is elected as a shareholder representative Supervisor of the seventh session of the Supervisory Committee. The aforesaid independent Supervisor and shareholder representative Supervisor of the seventh session of the Supervisory Committee and Ms. Lin Jinhao, the employee representative Supervisor of the seventh session of the Supervisory Committee, have a term of office of three years from 28 June 2024 to the conclusion of the seventh session of the Supervisory Committee.

The biographical details of the aforesaid independent Supervisor, shareholder representative Supervisor and employee representative Supervisor and other information required to be disclosed under Rule 13.51(2) of the Listing Rules have been set out in the Circular and announcement of the Company dated 24 May 2024. As of the date of this announcement, there is no change to such information.

Upon the formation of the seventh session of the Supervisory Committee, due to other work arrangements, Mr. Ye Weizhou retires from his position as an employee representative Supervisor with effect from 28 June 2024. Mr. Ye Weizhou has confirmed that he has no disagreement with the Board and the Supervisory Committee in any respect and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders. The Board and the Supervisory Committee would like to take this opportunity to express their gratitude to Mr. Ye Weizhou for his contribution during his tenure as the employee representative Supervisor.

In accordance with the relevant provisions of the Articles of Association, the Supervisory Committee agreed to elect Mr. Li Rui as the chairman of the Supervisory Committee of the Company for a term of office in line with the term of the seventh session of the Supervisory Committee.

By order of the Board
Guangdong Adway Construction (Group) Holdings Company Limited*
Mr. Ye Yujing
Chairman

Shenzhen, the PRC, 28 June 2024

As at the date of this announcement, the Board comprises Mr. Ye Yujing, Ms. Ye Xiujin, Mr. Ye Guofeng and Mr. Ye Jiajun as executive Directors; Mr. Zhuang Liangbin as a non-executive Director; and Mr. Cai Huiming, Mr. Sun Changqing, Mr. Lin Zhiyang and Mr. Zhou Wanxiong as independent non-executive Directors.

* *For identification purpose only*