

DUKANG DISTILLERS HOLDINGS LIMITED
(Incorporated in Bermuda)
(Company Registration Number: 41457)

RESULTS OF SPECIAL GENERAL MEETING
特別股東大會會議紀錄

The Board of Directors of Dukang Distillers Holdings Limited (the "**Company**") is pleased to announce that at the Special General Meeting ("**SGM**") of the Company held on 6 May 2021, on a poll vote, ordinary resolutions 1, 2, 3, 4, 5, 6, 7, 8, 9 and 10 and special resolution 1 set out in the Notice of the SGM dated 31 March 2021 ("**SGM Notice**") were duly passed and ordinary resolution 11 and special resolution 2 were not passed.

杜康控股有限公司（以下簡稱"公司"）董事會僅此公告，在 2021 年 5 月 6 日召開的特別股東大會投票表決中，正式通過了 2021 年 3 月 31 日發出的特別股東大會通知書中列載的普通決議案第 1, 2, 3, 4, 5, 6, 7, 8, 9 案和 10 案，而普通決議案第 11 案和特別決議案第 2 案則未獲通過。

(a) The breakdown of all valid votes cast at the SGM, is set out below:-

SGM 中投下的所有有效票明細如下：

		FOR 贊成		AGAINST 反對		Total number of shares represented by votes for and against the relevant resolution 投贊成票和反對票佔有關決議的總股數
		No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	
Ordinary Resolutions 普通決議案						
1	Proposed acquisition ("Xingnong Acquisition") by the Company of all the issued and fully-paid shares in Great Resolute Limited 宏堅有限公司 ("GR") from Keen Wind Limited (靈風有限公司) ("Keen Wind") at the purchase consideration of RMB1,111,000,000 (equivalent to approximately S\$228,755,000). 公司擬議以人民幣 1,111,000,000 元（約合新幣 228,755,000 元）收購 Keen Wind Limited (靈風有限公司) ("Keen Wind")手中所持有已發行且已繳足股本的 Great	35,435,814	98.07%	699,100	1.93%	36,134,914

		FOR 贊成		AGAINST 反對		Total number of shares represented by votes for and against the relevant resolution 投贊成票和反對票佔有關決議的總股數
		No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	
	Resolute Limited 宏堅有限公司(“GR”)股份。					
2	Proposed disposal ("Dukang Disposal") by the Company of all the issued and fully-paid shares in Sea Will International Limited ("Sea Will") to Keen Wind, at the purchase consideration of RMB1,111,000,000 (equivalent to approximately S\$228,755,000). 公司擬議以人民幣1,111,000,000元（約合新幣228,755,000元）出售所持有 Sea Will International Limited ("Sea Will")已發行和全額支付的股份給 Keen Wind("出售杜康")。	35,427,314	98.04%	707,600	1.96%	36,134,914
3	Appointment of Mr. Hu Chao as a Director. 任命胡超為董事	59,157,365	99.11%	529,100	0.89%	59,686,465
4	Appointment of Mr. Zhao Chichun as a Director. 任命趙池春為董事	59,157,365	99.11%	529,100	0.89%	59,686,465

		FOR 贊成		AGAINST 反對		Total number of shares represente d by votes for and against the relevant resolution 投贊成票和 反對票佔有 關決議的總 股數
		No. of shares 股數	Percentage over total votes exercised 佔行使投票 總數的百分 比	No. of shares 股數	Percentage over total votes exercised 佔行使投票 總數的百分 比	
5	Re-election of Mr. Tan Siok Sing as a Director. 重新選舉陳續臣先生為公司董事	59,157,365	99.11%	529,100	0.89%	59,686,465
6	Re-election and continued appointment of Mr. Tan Siok Sing as a Director for a period ending on the earlier of the following: (a) the retirement or resignation of Mr. Tan Siok Sing as a Director; or (b) the conclusion of the third annual general meeting of the Company following the passing of this resolution. 重新選舉及繼續任命陳續臣先生為董事至以下時間終止（以下述時間較早者為準）：(a) 陳續臣先生退休或辭去董事職務；或(b) 本決議案獲得批准通過之後召開的第三次年度股東大會結束。	59,157,365	99.11%	529,100	0.89%	59,686,465
7	Re-election of Mr. Ho Teck Cheong as a Director. 重新選舉何德昌先生為公司董事	59,157,365	99.11%	529,100	0.89%	59,686,465
8	Re-election and continued appointment of Mr. Ho Teck Cheong as a Director for a period ending on the earlier of the following: (a) the retirement or resignation of Mr. Ho Teck Cheong as a Director; or (b) the conclusion of the third annual general meeting of the Company following	59,157,365	99.11%	529,100	0.89%	59,686,465

	the passing of this resolution. 重新選舉及繼續任命何德昌先生為董事至以下時間終止（以下述時間較早者為準）：(a)何德昌先生退休或辭去董事職務；或(b) 本決議案獲得批准通過之後召開的第三次年度股東大會結束。					
9	Re-election of Mr. Chia Seng Hee as a Director. 重新選舉謝承熹先生為公司董事	58,868,065	98.63%	818,400	1.37%	59,686,465

		FOR 贊成		AGAINST 反對		Total number of shares represented by votes for and against the relevant resolution 投贊成票和反對票佔有關決議的總股數
		No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	No. of shares 股數	Percentage over total votes exercised 佔行使投票總數的百分比	
10	Re-election and continued appointment of Mr. Chia Seng Hee as a Director for a period ending on the earlier of the following: (a) the retirement or resignation of Mr. Chia Seng Hee as a Director; or (b) the conclusion of the third annual general meeting of the Company following the passing of this resolution. 重新選舉及繼續任命謝承熹先生為董事至以下時間終止（以下述時間較早者為準）：(a)謝承熹先生退休或辭去董事職務；或(b) 本決議案獲得批准通過之後召開的第三次年度股東大會結束。	59,101,565	99.02%	584,900	0.98%	59,686,465
11	Company's authority to allot and issue shares.	58,868,065	98.63%	818,400	1.37%	59,686,465

	公司授權分配和和發行股票					
<u>Special Resolutions</u>						
<u>特別決議案</u>						
1	<p>Change of Company's name from "Dukang Distillers Holdings Limited" to "China Shenshan Orchard Holdings Co. Ltd." and adoption and registration of "中国神山果农控股有限公司" as the Company's Chinese name.</p> <p>將公司英文名稱從 "Dukang Distillers Holdings Limited"變更為 "China Shenshan Orchard Holdings Co. Ltd."並採用及登記"中國神山果農控股有限公司"為公司中文名稱</p>	58,987,365	98.83%	699,100	1.17%	59,686,465
2	<p>Proposed listing transfer from Main Board to Catalist.</p> <p>將公司從主板上市轉移至凱利板上市</p>	461,901	1.28%	35,673,013	98.72%	36,134,914

(b) Abstention from voting
投棄權票

Details of parties who are required to abstain from voting on the resolutions tabled at the SGM are set out below:

被要求對SGM提交的決議案投棄權票的當是方明細如下：

Resolution number and details 議案號碼及內容	Name 姓名	Number of shares held 持有股數
Ordinary Resolution 1 <u>普通決議案1</u> Proposed acquisition (" Xingnong Acquisition ") by the Company of all the issued and fully-paid shares in Great Resolute Limited 宏 堅有限公司 (" GR ") from Keen Wind Limited (靈風有限公司) (" Keen Wind ") at the purchase consideration of RMB1,111,000,000 (equivalent to approximately S\$228,755,000). 公司擬議以人民幣1,111,000,000元（約合新幣228,755,000元）收購Keen Wind Limited (靈風有限公司) (" Keen Wind ")手中所持有已發行且已繳足股本的Great Resolute Limited宏堅有限公司(“GR”)股份。	Treasure Winner Holdings Limited Treasure Winner 控股有限公司 - Associate of Mr. Wang Peng, an Interested Person - 王鵬先生家屬,利益關係人	23,551,551 ordinary shares 普通股23,551,551股
Ordinary Resolution 2 <u>普通決議案2</u> Proposed disposal (" Dukang Disposal ") by the Company of all the issued and fully-paid shares in Sea Will International Limited (" Sea Will ") to Keen Wind, at the purchase consideration of RMB1,111,000,000 (equivalent to approximately S\$228,755,000). 公司擬議以人民幣1,111,000,000元（約合新幣228,755,000元）出售所持有Sea Will International Limited (" Sea Will ")已發行和全額支付的股份給Keen Wind("出售杜康")。	Treasure Winner Holdings Limited Treasure Winner 控股有限公司 - Associate of Mr. Wang Peng, an Interested Person - 王鵬先生家屬,利益關係人	23,551,551 ordinary shares 普通股23,551,551股

(c) The poll results in respect of the aforesaid resolutions passed by the shareholders were confirmed by the Scrutineer, DrewCorp Services Pte Ltd.

股東通過的上述投票決議案結果已經監票員DrewCorp Services Pte Ltd確認無誤。

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By Order of the Board

經董事會授權

DUKANG DISTILLERS HOLDINGS LIMITED

杜康控股有限公司

Toh Li Ping, Angela
Company Secretary
公司秘書

6 May 2021

2021年5月6日