

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**南京熊猫电子股份有限公司**  
**NANJING PANDA ELECTRONICS COMPANY LIMITED**  
*(A joint stock company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 00553)

**ANNOUNCEMENT OF RESOLUTIONS**  
**PASSED AT THE 2024 ANNUAL GENERAL MEETING**

**RESOLUTIONS PASSED AT THE 2024 ANNUAL GENERAL MEETING**

The 2024 annual general meeting (the “AGM”) of Nanjing Panda Electronics Company Limited (the “**Company**”) was held at 2:30 p.m. on Friday, 20 June 2025 at the Conference Room, 7 Jingtianlu, Nanjing, the People’s Republic of China (the “**PRC**”), for the purpose of voting on the proposed resolutions as set out in the notice of the AGM dated 22 May 2025.

As at the date of the AGM, the issued share capital of the Company comprised 913,838,529 shares, of which 671,838,529 were A shares and 242,000,000 were H shares, representing the total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Altogether 647 Shareholders and proxies authorized by the Shareholders attended the AGM, representing 255,138,941 shares in total (including 241,370,941 A shares and 13,768,000 H shares) or 27.92% in the Company’s total issued share capital.

The AGM was chaired by Mr. Xia Dechuan, Chairman of the board of directors of the Company. Directors, supervisors, senior management, PRC accountants and PRC lawyers of the Company attended the AGM. The AGM was convened in accordance with the requirements of the PRC laws and regulations and the articles of association of the Company (the “**Articles of Association**”).

The following resolutions were considered and approved by way of poll at the meeting:

Resolutions of Non-cumulative Voting				
ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
1.	To consider the work report of the board of directors of the Company (the “ <b>Board</b> ”) for the year 2024;	253,883,243 (99.51%)	1,031,855 (0.40%)	223,843 (0.09%)
2.	To consider the work report of the supervisory committee of the Company for the year 2024;	253,949,444 (99.53%)	1,008,455 (0.40%)	181,042 (0.07%)
3.	To consider the final financial report of the Company for the year 2024;	253,890,144 (99.51%)	1,059,855 (0.42%)	188,942 (0.07%)
4.	To consider the financial budget report of the Company for the year 2025;	253,782,644 (99.47%)	1,184,255 (0.46%)	172,042 (0.07%)
5.	To consider the profit appropriation plan of the Company for the year 2024;	253,826,344 (99.48%)	1,140,955 (0.45%)	171,642 (0.07%)
6.	To consider the resolution on the appointment of audit firm for the year 2025;	253,921,444 (99.53%)	1,027,055 (0.40%)	190,442 (0.07%)
7.	To consider the 2024 annual report of the Company and its summary;	253,903,644 (99.52%)	1,043,855 (0.41%)	191,442 (0.07%)
8.	To consider the report of the independent directors of the Company for the year 2024;	253,791,344 (99.47%)	1,138,355 (0.45%)	209,242 (0.08%)
9.	To consider the resolution on the purchase of liability insurance for directors for the year 2025;	253,742,744 (99.45%)	1,192,855 (0.47%)	203,342 (0.08%)
10.	To consider the Company’s shareholders’ return plan (2025–2027);	253,872,999 (99.50%)	1,119,600 (0.44%)	146,342 (0.06%)
11.	To consider the resolution on the Company’s provision of guarantee for the financing amount of RMB30,000,000 of Nanjing Huage Appliance and Plastic Industrial Co., Ltd.;	253,395,944 (99.32%)	1,500,997 (0.59%)	242,000 (0.09%)

Mr. Han Shimin of WUYIGE Certified Public Accountants LLP was appointed as the scrutineer for the vote-taking at the AGM.

As shares represented by the votes in favour of the resolutions were more than the number of effective votes <sup>(Note 1)</sup> required for approval of the relevant resolutions under the Articles of Association, the resolutions were duly passed.

*Notes:*

1. The effective number of votes for the resolutions at the AGM totaled 255,138,941 shares (including 241,370,941 A shares and 13,768,000 H shares).
2. No resolution was voted down or amended and no new resolution was proposed at the AGM.
3. Mr. Jing Zhong and Ms. Yang Fei, the PRC lawyers from Grandall Law Firm (Nanjing), attended and witnessed the AGM, and issued a PRC legal opinion, certifying that the convening and the procedures of the AGM were in accordance with the PRC laws and regulations and the Articles of Association, and the eligibility of those attending the AGM and the voting results were lawful and valid (the “**Legal Opinion**”).
4. Documents available for inspection: (i) Resolutions passed at the AGM; and (ii) the Legal Opinion.

By Order of the Board  
**Nanjing Panda Electronics Company Limited**  
**Xia Dechuan**  
*Chairman*

Nanjing, the People’s Republic of China  
20 June 2025

*As at the date of this announcement, the Board comprises Executive Directors: Mr. Xia Dechuan and Mr. Hu Huichun; Non-executive Directors: Mr. Liu Jianfeng, Mr. Hu Jin, Mr. Yi Guofu and Mr. Lv Song; and Independent Non-executive Directors: Mr. Dai Keqin, Ms. Xiong Yanren and Mr. Chu Wai Tsun, Baggio.*