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瑞威资管
REALWAY CAPITAL

上海瑞威資產管理股份有限公司

Shanghai Realway Capital Assets Management Co., Ltd.

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

(Stock Code: 1835)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 27 NOVEMBER 2026

Reference is made to the circular (the "**Circular**") and the notice (the "**Notice of EGM**") of extraordinary general meeting (the "**EGM**") of Shanghai Realway Capital Assets Management Co., Ltd. (the "**Company**") dated 12 November 2026. Unless otherwise stated, capitalised terms herein shall have the same meanings as those defined in the Circular.

The EGM was held at Unit 707, 7th Floor, Century Link Tower 1, No. 1198 Century Avenue, Pudong New District, Shanghai, the PRC, on Friday, 27 November 2026. The EGM was convened by the Board and Mr. Zhu Ping, the chairman of the Board, presided over the EGM. The convening of the EGM and the voting processes were in compliance with the applicable laws and regulations including the Company Law of the PRC and the Articles of Association. The Company appointed its H Share Registrar, Tricor Investor Services Limited, as the scrutineer for the vote-taking at the EGM. All Directors, namely Mr. Zhu Ping, Mr. Duan Kejian, Mr. Fan Lei, Mr. Wang Xuyang, Mr. Cheng Jun, Ms. Yang Huifang, Mr. Shang Jian and Mr. Zhu Hongchao, attended the EGM either in person or by electronic means.

POLL RESULTS OF THE EGM

As at the date of the EGM, the total number of issued Shares of the Company is 153,340,000 Shares, comprising 38,340,000 H Shares and 115,000,000 Domestic Shares, which represent the total number of Shares entitling the Shareholders to attend and vote on the resolutions numbered 1 to 3 proposed at the EGM. As the Share Purchase Completion and Subscription Completion shall take place simultaneously, the Sellers are deemed to have a material interest in the Subscription Agreement and the transactions contemplated thereunder. Therefore, the Sellers, their respective associates and parties acting in concert with them, were required and had abstained from voting on the resolution numbered 2 proposed at the EGM. As at the date of the EGM, the Sellers hold an aggregate of 115,000,000 Shares, representing approximately 75.0% of the total issued Shares. Therefore, the total number of Shares entitling the other Shareholders to attend and vote on the resolution numbered 2 was 38,340,000 Shares, representing approximately 25.0% of the total issued Shares.

The following resolutions numbered 1 to 3 were considered and passed by registered voting on one vote per share basis at the EGM, and the poll results were presented below:

Ordinary resolution *(Note)*		**Votes (%)**		
		For	**Against**	**Abstain**
1.	(a) To approve, confirm and ratify the Ningbo Chentao Transfer Agreement and the transactions contemplated thereunder. (b) To approve, confirm and ratify the Jiaxing Shinuo Transfer Agreement and the transactions contemplated thereunder. (c) To authorise any one Director(s) of the Company to, on behalf of the Company, do all such acts and things, to sign and execute such documents or agreements or deeds and take all such actions as he/she/they may in his/her/their absolute discretion consider necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Transfer Agreements and the transactions contemplated thereunder and agree to such variation, amendment or waiver as are, in the opinion of such Director, in the interest of the Company and its Shareholders as a whole.	135,121,600 (100%)	0 (0%)	0 (0%)

Special resolutions *(Note)*		Votes (%)		
		For	**Against**	**Abstain**
2.	(a) To approve, confirm and ratify the Subscription Agreement and the transactions contemplated thereunder. (b) To authorise any one Director(s) to, on behalf of the Company, do all such acts and things, to sign and execute such documents or agreements or deeds and take all such actions as he/she/they may in his/her/their absolute discretion consider necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Subscription Agreement and the transactions contemplated thereunder and agree to such variation, amendment or waiver as are, in the opinion of such Director, in the interest of the Company and its Shareholders as a whole. (c) Subject to and conditional upon the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in the Subscription Shares, to grant the Directors a specific mandate which shall entitle the Directors to exercise all the powers of the Company to issue, allot and credit as fully paid, the Subscription Shares, on and subject to the terms and conditions of the Subscription Agreement, providing that this specific mandate shall be in addition to, and shall not prejudice nor revoke any general or specific mandates(s) which has/have been granted or may from time to time be granted to the Directors prior to the passing of this resolution.	20,121,600 (100%)	0 (0%)	0 (0%)

Special resolutions *(Note)*		Votes (%)		
		For	**Against**	**Abstain**
3.	(a) To approve, confirm and ratify the Placing Agreement and the transactions contemplated thereunder. (b) To authorise any one Director(s) to, on behalf of the Company, do all such acts and things, to sign and execute such documents or agreements or deeds and take all such actions as he/she/they may in his/her/their absolute discretion consider necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Placing Agreement and the transactions contemplated thereunder and agree to such variation, amendment or waiver as are, in the opinion of such Director, in the interest of the Company and its Shareholders as a whole. (c) Subject to and conditional upon the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in the Placing Shares, to grant the Directors a specific mandate which shall entitle the Directors to exercise all the powers of the Company to issue, allot and credit as fully paid, the Placing Shares, on and subject to the terms and conditions of the Placing Agreement, providing that this specific mandate shall be in addition to, and shall not prejudice nor revoke any general or specific mandates(s) which has/have been granted or may from time to time be granted to the Directors prior to the passing of this resolution.	135,121,600 (100%)	0 (0%)	0 (0%)

Note: The full text of the relevant proposed resolutions is set out in the Notice of EGM.

As more than one half of votes represented by the Shareholders (including the proxies) present at the EGM were cast in favour of the ordinary resolution numbered 1, and more than two thirds of the votes represented by the Shareholders (including the proxies) present at the EGM were cast in favour of the special resolutions numbered 2 to 3, all the proposed resolutions have been duly passed at the EGM. There was no rejection or amendment to the relevant proposed resolutions at the EGM.

By Order of the Board
Shanghai Realway Capital Assets Management Co., Ltd.
Zhu Ping
Chairman, Chief Executive Officer and Executive Director

Shanghai, the PRC
27 November 2026

As of the date of this announcement, the Board comprises Mr. Zhu Ping, Mr. Duan Kejian and Mr. Fan Lei as executive Directors; Mr. Wang Xuyang and Mr. Cheng Jun as non-executive Directors; and Ms. Yang Huifang, Mr. Shang Jian and Mr. Zhu Hongchao as independent non-executive Directors.