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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 RESOLUTION PASSED AT THE
FIRST EXTRAORDINARY GENERAL MEETING IN 2024**

The proposed resolution was considered and approved at the EGM held on 9 April 2024. No resolution was voted down or amended and no new resolution was proposed at the EGM.

The Board confirms the truthfulness, accuracy and completeness of the contents of this announcement and accepts legal responsibility for any possible misleading statements or misrepresentation contained in or material omissions from this announcement.

**RESOLUTION PASSED AT THE FIRST EXTRAORDINARY GENERAL
MEETING IN 2024**

The first extraordinary general meeting in 2024 (the “**EGM**”) of Nanjing Panda Electronics Company Limited (the “**Company**”) was held at 2:30 p.m. on Tuesday, 9 April 2024 at the Conference Room, 7 Jingtian Road, Nanjing, the People’s Republic of China (the “**PRC**”), for the purpose of voting on the proposed resolution as set out in the notice of the EGM dated 14 March 2024.

As at the date of the EGM, 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. The total number of shares that entitled the shareholders of the Company to attend and vote on the proposed resolution was 913,838,529 shares. There was no share entitling the shareholders to attend the EGM but abstain from voting in favour of the resolution as set out in Rule 13.40 of the Listing Rules.

Altogether 21 shareholders and proxies authorized by the shareholders attended the EGM, representing 247,104,130 shares in total or 27.04% of the Company's total issued share capital.

The EGM was chaired by Mr. Hu Huichun, an executive director of the Company. The directors, supervisors and the PRC lawyers of the Company attended the EGM. The EGM was convened in accordance with the PRC laws and regulations and the articles of association of the Company (the "**Articles of Association**"). The Company currently has 9 directors, 8 of whom attended the EGM. Mr. Xia Dechuan, the chairman of the Board, was unable to attend due to other business engagement.

The following resolution was considered and approved by way of poll at the meeting:

Resolution of Non-Cumulative Voting				
SPECIAL RESOLUTION		Number of Votes (%)		
		For	Against	Abstain
1.	THAT the amendments to certain articles of the Articles of Association of the Company be and are hereby approved, and the management of the Company be and is hereby authorised to deal with the specific matters relating to the amendments to certain articles of the Articles of Association.	247,035,030 99.972%	69,100 0.028%	0

Mr. Luo Lin of WUYIGE Certified Public Accountants LLP was appointed as the scrutineer for the vote-taking at the EGM.

As shares represented by the votes in favour of the aforesaid resolution were more than the number of effective votes^(Note 1) required for approval of the relevant resolutions under the Articles of Association, the aforesaid resolution was duly passed.

Notes:

1. There was no restriction for the shareholders of the Company in respect of voting on the resolution at the EGM. None of the shareholders is required to abstain from voting on the proposed resolution at the EGM.
2. No resolution was voted down or amended and no new resolution was proposed at the EGM.

3. Mr. Jing Zhong and Ms. Yang Fei, the PRC lawyers from Grandall Law Firm (Nanjing), attended and witnessed the EGM, and issued a PRC legal opinion that the convening and the procedures of the EGM were in accordance with the PRC laws and regulations and the requirements of the Articles of Association, and the eligibility of those attending the EGM and the voting results were lawful and valid (the “**Legal Opinion**”).
4. Documents available for inspection: (i) Resolution passed at the EGM; 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
9 April 2024

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. Deng Weiming, Mr. Yi Guofu and Mr. Lv Song; and Independent Non-executive Directors: Mr. Dai Keqin, Ms. Xiong Yanren and Mr. Chu Wai Tsun, Baggio.