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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 RESOLUTIONS PASSED AT THE SECOND EXTRAORDINARY GENERAL MEETING IN 2022; APPOINTMENT OF EXECUTIVE DIRECTOR

The proposed resolutions were considered and approved at the EGM held on 26 September 2022. 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 several and joint responsibility for any possible misleading statements or misrepresentation contained in or material omissions from this announcement.

RESOLUTIONS PASSED AT THE SECOND EXTRAORDINARY GENERAL MEETING IN 2022

The second extraordinary general meeting in 2022 (the “**EGM**”) of Nanjing Panda Electronics Company Limited (the “**Company**”) was held at 2:30 p.m. on Monday, 26 September 2022 at the Conference Room, 7 Jingtian Road, 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 EGM dated 7 September 2022.

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 number of shares that entitled the shareholders of the Company to attend and vote on the special resolution No.1 and the ordinary resolution No.2 was 913,838,529 shares. No shareholders were entitled to attend and vote only against the resolutions at the EGM.

Altogether 15 shareholders and proxies authorized by the shareholders attended the EGM, representing 298,999,754 shares in total or 32.72% of the Company's total issued share capital.

The EGM was chaired by Mr. Xia Dechuan, the deputy chairman of the Board 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 8 directors, 7 of whom attended the EGM. Mr. Zhou Guixiang, the chairman of the Board of the Company, was unable to attend the EGM due to business engagement.

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

Resolution of Non-Cumulative Voting				
SPECIAL RESOLUTION		Number of Votes (%)		
		For	Against	Abstained
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.	298,994,554 (99.9983%)	0 (0%)	5,200 (0.0017%)

Resolution of Cumulative Voting			
ORDINARY RESOLUTION		Number of votes in favour of the resolution	Number of votes as a percentage of the effective voting rights at the EGM (%)
2.	Election of director of the tenth session of the board of directors of the Company:		
	THAT Mr. Hu Huichun be and is hereby elected as an executive director of the tenth session of the board of directors of the Company with a term of office same as the tenth session of the board of directors, with effect from the passing of the resolution at the general meeting of the Company.	298,981,954	99.9940
			Yes

Mr. Gu Xin of BDO China Shu Lun Pan 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 resolutions were more than the number of effective votes^(Note 1) required for approval of the relevant resolutions under the Articles of Association, the aforesaid resolutions were duly passed.

Notes:

1. There was no restriction for the shareholders of the Company in respect of voting on the resolutions at the EGM. None of the shareholders is required to abstain from voting on the proposed resolutions 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. Wang Zanyun, 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) Resolutions passed at the EGM; and (ii) the Legal Opinion.

APPOINTMENT OF EXECUTIVE DIRECTOR OF THE TENTH SESSION OF THE BOARD OF DIRECTORS (THE “BOARD”)

As considered and approved by the shareholders at the EGM, the Board is pleased to announce that Mr. Hu Huichun has been appointed as an executive director of the Board with effect from 26 September 2022. The above appointment shall take effect from the conclusion of the EGM of the Company until the expiry of the term of office of the tenth session of the Board.

For the biographical details and other information relating to Mr. Hu Huichun which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated 25 August 2022. As at the date of this announcement, there has been no change in such information.

By Order of the Board
Nanjing Panda Electronics Company Limited
Zhou Guixiang
Chairman

Nanjing, the People’s Republic of China
26 September 2022

As at the date of this announcement, the Board comprises Executive Directors: Mr. Zhou Guixiang, Mr. Xia Dechuan and Mr. Hu Huichun; Non-executive Directors: Mr. Shen Jianlong, Mr. Deng Weiming and Mr. Yi Guofu; and Independent Non-executive Directors: Mr. Dai Keqin, Ms. Xiong Yanren and Mr. Chu Wai Tsun, Baggio.