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Minshang Creative Technology Holdings Limited **民商創科控股有限公司**

(formerly known as Food Wise Holdings Limited 膳源控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1632)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 11 APRIL 2019

The Board is pleased to announce that the resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM.

Reference is made to the announcements of **Minshang Creative Technology Holdings Limited** (the “**Company**”) dated 6 November 2018, 31 December 2018 and 20 March 2019, the circular of the Company dated 25 March 2019 (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM**”) of the same date (the “**Notice**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the resolutions as set out in the Notice were duly passed by the Independent Shareholders as ordinary resolutions by way of poll at the EGM held on 11 April 2019.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

As at the date of the EGM, there were a total of 800,000,000 shares of the Company (the “**Shares**”) in issue of which, the Vendor (i.e. MSEC Holdings Limited) held 428,000,000 Shares, representing approximately 53.5% of the issued share capital of the Company. As stated in the Circular, in view of the interest of the Vendor in the transactions contemplated under the Sale and Purchase Agreement and the Placing Agreement, the Vendor and its associates have stated their intention in the Circular to abstain from voting on ordinary resolutions numbered 1 and numbered 2 proposed at the EGM and have done so accordingly. Other than the Vendor and its associates, there were no holders of the Shares that are required under the Listing Rules to abstain from voting at the EGM. As such, Shareholders holding 372,000,000 Shares were entitled to attend and vote in respect of ordinary resolutions numbered 1 and numbered 2 at the EGM.

There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.

The following are the poll results of the resolutions proposed at the EGM:

	Ordinary Resolutions	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To approve, confirm and ratify the sale and purchase agreement dated 31 December 2018 entered into between MSCT Investment Limited as purchaser and MSEC Holdings Limited as vendor (as supplemented and amended by a supplemental sale and purchase agreement dated 20 March 2019 entered into between the same parties) and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Consideration Shares under the Consideration Shares Specific Mandate (both terms as defined in the Notice).*	50,562,664 (100)%	0 (0)%	50,562,664

	Ordinary Resolutions	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
2.	To approve, confirm and ratify the placing agreement dated 6 November 2018 entered into between the Company as the issuer and CCB International Capital Limited as the placing agent (as supplemented and amended by a side letter dated 20 March 2019 entered into between the same parties) and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Placing Shares under the Placing Specific Mandate (both terms as defined in the Notice).*	50,562,664 (100)%	0 (0)%	50,562,664

* *For the full text of the proposed resolutions, please refer to the Notice as contained in the Circular.*

As more than 50% of the votes were cast in favour of the ordinary resolutions numbered 1 and numbered 2 at the EGM, each of these resolutions proposed at the EGM was duly passed as an ordinary resolution of the Company.

By order of the Board
Minshang Creative Technology Holdings Limited
WU Jiangtao
Chairman

Hong Kong, 11 April 2019

As at the date of this announcement, the executive Directors are Mr. Wu Jiangtao, Mr. Lu Sheng Hong, Ms. Li Jia and Mr. Wat Tat Fei; the non-executive Director is Mr. Wong Stacey Martin; and the independent non-executive Directors are Mr. Ko Po Ming, Mr. Choi Tze Kit, Sammy, Mr. Cheung Miu and Mr. Cheung Pak To, Patrick.