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DCB Holdings Limited
DCB控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8040)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 5 AUGUST 2019**

The board of directors (the “**Board**”) of DCB Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) held on 5 August 2019, all proposed resolutions (“**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 28 June 2019 (the “**AGM Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) as ordinary resolutions of the Company by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate % of total number of votes cast	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and of the auditors for the year ended 31 March 2019.	233,600,000 (100%)	– (0%)
2.	To consider and declare a final dividend in respect of the year ended 31 March 2019.	233,600,000 (100%)	– (0%)
3.	To re-elect Mr. Cheng Tsang Wai as an executive Director.	233,600,000 (100%)	– (0%)
4.	To re-elect Mr. Cheng Tsang Fu Dennis as an executive Director.	233,600,000 (100%)	– (0%)

Ordinary Resolutions		Number of votes cast and approximate % of total number of votes cast	
		FOR	AGAINST
5.	To authorise the Board of Directors to fix the Directors' remuneration.	233,600,000 (100%)	– (0%)
6.	To re-appoint CCTH CPA Limited as auditors of the Company and to authorize the Board of Directors to fix their remuneration.	233,600,000 (100%)	– (0%)
7.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital.	233,600,000 (100%)	– (0%)
8.	To give a general mandate to the Directors to repurchase shares in the capital of the Company not exceeding 10% of the existing issued share capital.	233,600,000 (100%)	– (0%)
9.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.	233,600,000 (100%)	– (0%)

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM:

- (a) The total number of the shares of the Company (the “**Shares**”) in issue and entitling the holders to attend and vote for or against all the Resolutions at the AGM was 320,000,000 Shares.
- (b) There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to Rule 17.47A of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

- (c) None of the Shareholders stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM.

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

By order of the Board
DCB Holdings Limited
Cheng Tsang Fu Dennis
Executive Director

Hong Kong, 5 August 2019

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Tsang Wai, Mr. Cheng Tsang Fu Dennis and Ms. Liu Lee Lee Lily; and the independent non-executive directors of the Company are Mr. Cheung Kwok Keung, Mr. Chak Chi Man and Mr. Chu Wai Wa Fangus.

*This announcement, for which the directors (the “**Directors**”) of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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