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BCI Group Holdings Limited

高門集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8412)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 9 OCTOBER 2019

The Board is pleased to announce that at the AGM held on Wednesday, 9 October 2019, the Resolutions as set out in the Notice of AGM were duly passed by the Shareholders present and voting at the AGM by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (“**Notice of AGM**”) of BCI Group Holdings Limited (the “**Company**”) both dated 2 September 2019 in relation to, among other matters, (i) the adoption of the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “**Directors**”) and the independent auditors of the Company (the “**Auditors**”) for the year ended 31 May 2019; (ii) the re-election of Directors; (iii) the re-appointment of Auditors; and (iv) the granting of the general mandates to issue and repurchase Shares. Capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice of AGM unless defined otherwise herein.

The Board is pleased to announce that at the AGM held on Wednesday, 9 October 2019, the resolutions (the “**Resolutions**”) as set out in the Notice of AGM were duly passed by the Shareholders present and voting at the AGM by way of poll.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

As at the date of the AGM, the total number of issued Shares was 800,000,000 Shares, which was also the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions. No Shareholder was required to abstain from voting on the Resolutions under the GEM Listing Rules and no Shareholder was entitled to attend but abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

The poll results in respect of each of the Resolutions were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (Approximate %)	
		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the independent Auditors for the year ended 31 May 2019.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
2.	(a) To re-elect Mr. Ng Shing Chun Ray as an executive Director;	530,700,330 (98.0852%)	10,360,000 (1.9148%)
	(b) To re-elect Mr. Li Lap Sun as an independent non-executive Director; and	530,700,330 (98.0852%)	10,360,000 (1.9148%)
	(c) To re-elect Mr. Ng Kwok Kei Sammy as an independent non-executive Director.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
3.	To authorize the Board to fix the Directors' remunerations.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
4.	To re-appoint BDO Limited as the Auditors and to authorize the Board to fix their remuneration.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
5.	(A) To grant a general mandate to the Board to allot, issue and deal with new Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
	(B) To grant a general mandate to the Board to buy back Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	530,700,330 (98.0852%)	10,360,000 (1.9148%)
	(C) To extend the general mandate to the Board to allot, issue and deal with additional Shares by adding the aggregate number of Shares bought back by the Company.	530,700,330 (98.0852%)	10,360,000 (1.9148%)

For the full text of the Resolutions, please refer to the Notice of AGM.

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

By order of the Board of
BCI Group Holdings Limited
Ng Shing Joe Kester
Chairman and Executive Director

Hong Kong, 9 October 2019

As at the date of this announcement, the executive Directors are Mr. Ng Shing Joe Kester, Ms. Lau Sze Yuen and Mr. Ng Shing Chun Ray, the non-executive Director is Mr. Kan Sze Man and the independent non-executive Directors are Mr. Wong Sui Chi, Mr. Li Lap Sun and Mr. Ng Kwok Kei Sammy.

This announcement, for which the Directors 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 beliefs 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.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.bcigroup.com.hk.