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PERFECT SHAPE MEDICAL LIMITED

必瘦站醫學美容有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1830)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND THE EXTRAORDINARY GENERAL MEETING HELD ON 7 AUGUST 2020

Reference is made to (i) the circular dated 8 July 2020 (the “**AGM Circular**”) containing, *inter alia*, a notice of annual general meeting (the “**AGM**”); and (ii) the circular dated 22 July 2020 (the “**EGM Circular**”) containing, *inter alia*, a notice of the extraordinary general meeting (the “**EGM**”), issued by Perfect Shape Medical Limited (the “**Company**”) to the shareholders of the Company (the “**Shareholders**”), respectively. Capitalized terms used herein shall have the same meanings as those defined in the AGM Circular and the EGM Circular unless defined otherwise. The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM and EGM, both held on 7 August 2020, for the purpose of vote taking.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the poll results in respect of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		For		Against	
		Number of shares	%	Number of shares	%
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries for the year ended 31 March 2020 and the reports of the directors and auditor of the Company.	747,980,811	100.00	0	0.00

ORDINARY RESOLUTIONS		For		Against	
		Number of shares	%	Number of shares	%
2.	To approve and declare a final dividend for the year ended 31 March 2020 with a scrip dividend option.	747,980,811	100.00	0	0.00
3.	To approve and declare a special dividend for the year ended 31 March 2020 with a scrip dividend option.	747,980,811	100.00	0	0.00
4.	(a) To re-elect Dr. Au-Yeung Kong as an executive director of the Company.	744,965,766	99.60	3,015,045	0.40
	(b) To re-elect Mr. Chi Chi Hung, Kenneth as an independent non-executive director of the Company.	747,480,811	99.93	500,000	0.07
	(c) To authorise the board of directors to fix the remuneration of the directors of the Company.	745,673,766	99.74	1,951,045	0.26
5.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and authorise the board of directors of the Company to fix their remuneration.	747,980,811	100.00	0	0.00
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of the number of issued shares of the Company as at the date of passing this resolution (the “ Issue Mandate ”) as set out in item 6 of the notice of the Meeting.	721,778,490	96.54	25,846,321	3.46

ORDINARY RESOLUTIONS		For		Against	
		Number of shares	%	Number of shares	%
7.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing this resolution (the “ Repurchase Mandate ”) as set out in item 7 of the notice of the Meeting.	747,624,811	100.00	0	0.00
8.	To approve the addition to the Issue Mandate the number of shares repurchased by the Company under the Repurchase Mandate as set out in item 8 of the notice of the Meeting.	721,982,490	96.52	25,998,321	3.48

As at the date of the AGM:

- a. The total number of the Shares in issue and entitling the holder to attend and vote for or against all resolutions at the AGM: 1,118,660,000.
- b. None of the Shareholders was required under the Listing Rules to abstain from voting on any resolutions at the AGM.
- c. The total number of Shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Listing Rules: Nil.
- d. None of the Shareholders has stated their intention in the AGM Circular to vote against any resolutions at the AGM.

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

POLL RESULT OF THE EGM

The Board further announces that the poll result in respect of the resolution proposed at the EGM was as follows:

ORDINARY RESOLUTION	For		Against	
	Number of shares	%	Number of shares	%
To approve, confirm and ratify the grant of 18,880,000 share options of the Company (the “Options”) to Dr. Au-Yeung Kong, the Chairman, chief executive officer, executive director and substantial shareholder of the Company, to subscribe for 18,880,000 shares of the Company (the “Shares”) at the exercise price of HK\$3.18 per Share and on the terms and conditions as set out in the circular of the Company dated 22 July 2020 and authorize any one director of the Company to do all such acts and/or execute all such documents as may be necessary or expedient in order to give full effect to such grant and exercise of the Options.	26,821,535	48.63	28,335,619	51.37

As at the date of the EGM:

- a. The total number of the Shares in issue and entitling the holder to attend and vote for or against all resolutions at the EGM: 1,118,660,000.
- b. As set out in the EGM Circular, Dr. Au-Yeung Kong and his associates and all core connected persons of the Company, holding 786,512,000 Shares in issue (representing approximately 70.31% of the total number of issued Shares), were entitled to attend the EGM and should abstain from voting in favour on the resolution as set out in the notice of EGM dated 22 July 2020. Accordingly, as at the date of the EGM, there was a total of 332,148,000 Shares in issue (representing approximately 29.69% of the total number of issued Shares) entitling the Independent Shareholders to attend and vote on the resolution at the EGM. Apart from the aforesaid, no other Shareholders were required under the Listing Rules to abstain from voting on the resolution at the EGM.

- c. Save as disclosed of the above item (b), the total number of Shares entitling the holder to attend but to abstain from voting in favour at the EGM as set out in rule 13.40 of the Listing Rules: Nil.
- d. None of the Shareholders has stated their intention in the EGM Circular to vote against the resolution at the EGM.

As less than 50% of the votes were cast in favour of the above proposed ordinary resolution, the proposed resolution at the EGM was not passed as an ordinary resolution of the Company.

By order of the Board
Perfect Shape Medical Limited
So Hin Lung
Company Secretary

Hong Kong, 7 August 2020

As at the date of this announcement, the Board comprises Dr. Au-Yeung Kong, Ms. Au-Yeung Wai and Ms. Au-Yeung Hung as executive Directors and Ms. Hsu Wai Man, Helen, Ms. Cho Yi Ping and Mr. Chi Chi Hung, Kenneth as independent non-executive Directors.