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SITOY GROUP HOLDINGS LIMITED

時代集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1023)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 16 NOVEMBER 2020**

The Board is pleased to announce that all the ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll.

Reference is made to the circular (the “**Circular**”) of Sitoy Group Holdings Limited (the “**Company**”) dated 15 October 2020. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

Pursuant to Rule 13.39(5) of the Listing Rules, the board of directors (the “**Board**”) is pleased to announce that the following ordinary resolutions as set out in the notice of the Annual General Meeting dated 15 October 2020 were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 16 November 2020:

Ordinary Resolutions		Number of votes (%)*	
		For	Against
1	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors (the “ Directors ”) and the independent auditors’ report of the Company for the year ended 30 June 2020	697,822,988 (99.9769%)	161,000 (0.0231%)
2	To declare a special dividend of HK3 cents per Share for the year ended 30 June 2020	697,983,988 (100.0000%)	0 (0.0000%)

Ordinary Resolutions		Number of votes (%)*	
		For	Against
3	(a) To re-elect the following Directors, each as separate resolution:		
	(i) Mr. Yeung Wo Fai as executive Director	697,762,988 (99.9683%)	221,000 (0.0317%)
	(ii) Mr. Yeung Andrew Kin as executive Director	697,762,687 (99.9683%)	221,000 (0.0317%)
	(iii) Mr. Kwan Po Chuen, Vincent as independent non-executive Director	697,762,673 (99.9683%)	221,000 (0.0317%)
	(b) To authorise the Board to fix the Directors' remuneration	675,154,288 (96.7293%)	22,829,000 (3.2707%)
4	To re-appoint Ernst & Young as auditors and authorise the Board to fix their remuneration	697,983,288 (100.0000%)	0 (0.0000%)
5	(1) To grant a general and unconditional mandate to the Directors to repurchase Shares in the Company not exceeding 10% of the total number of issued Shares of the Company as at the date of the passing of the relevant resolution	697,976,678 (99.9990%)	7,010 (0.0010%)
	(2) To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with additional Shares in the Company not exceeding 20% of the total number of issued Shares of the Company as at the date of the passing of the relevant resolution	669,860,978 (95.9708%)	28,123,010 (4.0292%)
	(3) Conditional upon resolutions No. 5(1) and 5(2) being passed, the general and unconditional mandate granted to the Directors to allot, issue or otherwise deal with additional Shares of the Company pursuant to resolution No. 5(2) be extended by the addition thereto of the number of Shares of the Company repurchased by the Company under the authority granted pursuant to resolution No. 5(1)	674,110,978 (96.5797%)	23,873,010 (3.4203%)

* All percentages are rounded to 4 decimal places.

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company at the Annual General Meeting.

As at the date of the Annual General Meeting, the total number of Shares in issue was 965,430,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on any of the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules and there were no Shares entitling the Shareholders to attend and vote only against any of the resolutions at the Annual General Meeting. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the Annual General Meeting.

Union Registrars Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the Annual General Meeting.

By Order of the Board
Sitoy Group Holdings Limited
Yeung Michael Wah Keung
Chairman

Hong Kong, 16 November 2020

As at the date of this announcement, the executive Directors are Mr. Yeung Michael Wah Keung, Mr. Yeung Wo Fai, Mr. Yeung Andrew Kin and Dr. Lau Kin Shing, Charles; and the independent non-executive Directors are Mr. Yeung Chi Tat, Mr. Kwan Po Chuen, Vincent and Mr. Lung Hung Cheuk.