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Victory Securities (Holdings) Company Limited

勝利證券(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8540)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 28 DECEMBER 2020**

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of Victory Securities (Holdings) Company Limited (the “**Company**”) dated 4 December 2020 in relation to, among other matters, the possible approval of Brokerage and Financing Services Agreements entered into between Victory Securities Company Limited and certain connected persons of the Company and the transactions contemplated thereunder. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

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

Ordinary Resolution		Number of votes (Approximately %)	
		For	Against
1.	To approve, confirm and ratify the Brokerage and Financing Services Agreements (as defined and described in the Circular) dated 5 November 2020 separately entered into by Victory Securities (HK) with Ms. Kou and Mr. Chan, the executive Directors and Controlling Shareholders of the Company, in relation to provision of securities brokerage services and financing services to Ms. Kou's Group and Mr. Chan's Group for the three years ending 31 December 2023; to approve and confirm the Proposed Annual Caps (as defined and described in the Circular) under the Brokerage and Financing Services Agreements for the three years ending 31 December 2023; and to authorize any one Director to do all such further acts and things and to sign and execute all such documents, including under seal of the Company, where applicable, and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effects to the transactions contemplated under the Brokerage and Financing Services Agreements.	17,486,000 (100%)	0 (0%)

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

Since more than 50% of the votes were cast in favour of the above resolution at the EGM, the proposed resolution was duly passed as ordinary resolution.

As at the date of the EGM, the total number of issued Shares was 200,042,000 Shares. As disclosed in the Circular, Ms. Kou, Mr. Chan, DTTKF and their respective associates hold 130,737,750 Shares, representing approximately 65.36% of the total issued share capital of the Company, Ms. Kou, Mr. Chan, DTTKF and their respective associates were required to, and had abstained from voting on the ordinary resolution proposed at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to vote on the ordinary resolution at the EGM was 69,304,250 Shares.

Save as disclosed above, no other Shareholders were required under the GEM Listing Rules to abstain from voting on the ordinary resolution proposed at the EGM. There were no Shares entitling the Shareholders to attend the EGM and abstain from voting in favour of the resolution proposed at the EGM pursuant to Rule 17.47A of the GEM Listing Rules. There was no party who has stated his/her/its intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

By Order of the Board
Victory Securities (Holdings) Company Limited
Chan Ying Kit
Chairman

Hong Kong, 28 December 2020

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Kou Kuen, Mr. Chiu Che Leung, Stephen and Mr. Chan Pui Chuen, one non-executive Director, namely Mr. Chan Ying Kit (Chairman) and three independent non-executive Directors, namely Mr. Ying Wing Ho Peter, Mr. Liu Chun Ning Wilfred and Dr. Yan Ka Shing.

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 of Hong Kong Limited 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.

This announcement will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company (www.victorysec.com.hk).