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GREENHEART GROUP LIMITED

綠心集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 94)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 MAY 2021

AND

(2) RETIREMENT OF NON-EXECUTIVE DIRECTOR

References are made to the circular (the “**Circular**”) and the notice of the annual general meeting (“**AGM**”) of Greenheart Group Limited (the “**Company**”) both dated 22 April 2021. Unless the context otherwise requires, capitalized terms defined in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The poll results of the proposed resolutions as set out in the notice of the AGM are as follows:

Ordinary resolutions (Note)	Number of votes (%)	
	For	Against
1. To receive and approve the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2020	1,207,612,132 (100.00%)	0 (0.00%)
2. To re-elect Mr. Cheng Yang as a non-executive Director	85,606,205 (7.09%)	1,122,005,927 (92.91%)
3. To re-elect Mr. Wong Man Chung, Francis as an independent non-executive Director	1,207,612,132 (100.00%)	0 (0.00%)
4. To re-elect Mr. To Chun Wai as an independent non-executive Director	1,207,612,132 (100.00%)	0 (0.00%)
5. To authorise the board of Directors to fix the Directors' remuneration	1,207,612,132 (100.00%)	0 (0.00%)
6. To re-appoint the Company's auditors and authorise the board of Directors to fix their remuneration	1,207,612,132 (100.00%)	0 (0.00%)

7.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's shares	1,204,450,132 (99.74%)	3,162,000 (0.26%)
8.	To grant a general mandate to the Directors to repurchase the Company's shares	1,204,450,132 (99.74%)	3,162,000 (0.26%)
9.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the Directors under resolution no.7	1,207,612,132 (100.00%)	0 (0.00%)

Note: The full text of the resolutions proposed at the AGM were set out in the notice of AGM.

As at the date of the AGM, the total number of issued Shares was 1,854,991,056, representing the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting and no Shareholder was entitled to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

As more than 50% of the votes were cast in favour of resolutions numbered 1 and 3 to 9, all such resolutions were duly passed as ordinary resolutions of the Company.

As less than 50% of the votes were cast in favour of resolution numbered 2, the resolution was not passed as an ordinary resolution of the Company.

The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

As indicated above, the ordinary resolution numbered 2 was not passed at the AGM. Accordingly, Mr. Cheng Yang ("**Mr. Cheng**") retired as a non-executive Director of the Company with effect from the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Cheng and any matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Company wishes to express its appreciation for Mr. Cheng's valuable contributions during his tenure of office.

By Order of the Board
Greenheart Group Limited
Ding Wai Chuen
Executive Director and Chief Executive Officer

Hong Kong, 25 May 2021

As at the date hereof, the Board comprises one executive director, namely Mr. Ding Wai Chuen, three non-executive directors, namely Messrs. Cheng Chi-Him Conrad, Tsang On-Yip Patrick and Simon Murray, and three independent non-executive directors, namely Messrs. Wong Man Chung Francis, Cheung Pak To Patrick and To Chun Wai.

Website: <http://www.greenheartgroup.com>