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TEMPUS

騰邦控股

TEMPUS HOLDINGS LIMITED

騰邦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 06880)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 13 SEPTEMBER 2021

POLL RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolutions proposed at the extraordinary general meeting (the “**EGM**”) held on 13 September 2021 were duly passed by way of poll.

References are made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**Notice**”) of Tempus Holdings Limited (the “**Company**”) both dated 19 August 2021.

Capitalised terms used in this announcement have the same meanings as defined in the Circular, unless the context otherwise requires.

POLL RESULTS OF THE EGM

Pursuant to Rule 13.39(4) of the Listing Rules and the articles of association of the Company, the voting of the ordinary resolutions proposed at the EGM of the Company held on 13 September 2021 had been taken by poll.

As at the date of the EGM, the total number of Shares in issue was 349,260,800, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the ordinary resolutions at the EGM. No Shareholder was required to abstain from voting in favour of the ordinary resolutions at the EGM under the Listing Rules. It is noted that no party had indicated in the Circular their intention to vote against or abstain from voting on the ordinary resolutions at the EGM. Accordingly, there were 349,260,800 Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the EGM.

The Board is pleased to announce that all the resolutions proposed at the EGM, as stated in the Notice, were approved by the Shareholders. The Company’s branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As more than 50% of the votes were cast in favour of each of the following resolutions proposed at the EGM, all the resolutions were duly passed as ordinary resolutions. The poll results of the EGM are set out as follows:

Ordinary Resolutions		No. of Shares (Approximate %)	
		For	Against
1.	To approve, ratify and confirm the conditional sale and purchase agreement dated 30 June 2021 (“ Sale and Purchase Agreement ”) entered into between Tempus (BVI) Properties Investment Limited (the “ Vendor ”) (a direct wholly-owned subsidiary of the Company), Yi Feng Development Limited (the “ Purchaser ”) and the Company (as guarantor for the performance of the obligations of the Vendor under the Sale and Purchase Agreement), in relation to, among other matters, the sale by the Vendor to the Purchaser of the entire issued share capital of KK VII (BVI) Limited and KK VIII (BVI) Limited (collectively, the “ Target Companies ”) and the entire amount of the shareholder’s loan owing by the Target Companies to the Vendor immediately prior to the completion of the Sale and Purchase Agreement at the consideration of HK\$250 million (subject to adjustments in accordance with the terms and conditions of the Sale and Purchase Agreement) and the transactions contemplated thereunder.	255,581,255 (100%)	0 (0%)
2.	To approve the authorisation of any one director of the Company (including any duly authorised committee of the board of directors) to do all such things and acts and execute all such documents which they consider necessary, desirable, or expedient in connection with the implementation or completion of the Sale and Purchase Agreement and/or any variation, amendments or waiver of the terms of the Sale and Purchase Agreement.	255,581,255 (100%)	0 (0%)

By Order of the Board
Tempus Holdings Limited
Zhong Baisheng
Chairman

Hong Kong, 13 September 2021

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhong Yiming, Mr. Yip Chee Lai, Charlie, Mr. Wang Xingyi and Mr. Sun Yifei; one non-executive Director, namely Mr. Zhong Baisheng; and three independent non-executive Directors, namely Mr. Li Qi, Mr. Wong Kai Hing and Mr. Cheng Tsz Lok.