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Blue River Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 498)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 18 JANUARY 2022 AND EXTENSION OF THE LONG STOP DATE IN RESPECT OF VERY SUBSTANTIAL DISPOSAL AND CONNECTED TRANSACTION

Reference is made to the circular of Blue River Holdings Limited (the “**Company**”) dated 31 December 2021 (the “**Circular**”) in relation to the disposal of the entire issued share of and the assignment of the shareholder’s loan owing by Profit Tycoon Holdings Limited, a wholly-owned subsidiary of the Company. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed resolution as set out in the notice of the SGM dated 31 December 2021 (the “**Notice**”) was duly passed by the Shareholders by way of a poll at the SGM held on 18 January 2022. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, acted as the scrutineer at the SGM for the purpose of vote-taking. The poll results of the proposed resolution are as follows:

Ordinary Resolution [#]	Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
	For	Against	
To approve, ratify and confirm the Agreement for the Disposal and the transactions contemplated thereunder	538,447,141 (99.41%)	3,186,400 (0.59%)	541,633,541 (100%)
As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution.			

[#] Please refer to the Notice for the full text of the resolution.

All Directors attended the SGM. As at the date of the SGM, the total number of issued shares of the Company was 1,103,916,114 Shares which was the total number of Shares entitling the holders to attend and vote for or against the resolution proposed at the SGM. There were no shares entitling holders to attend and abstain from voting in favour at the SGM pursuant to Rule 13.40 of the Listing Rules. No shareholders were required under the Listing Rules to abstain from voting on the resolution proposed at the SGM. Also, no parties have stated their intention in the Circular to vote against the resolution proposed at the SGM or to abstain from voting.

EXTENSION OF THE LONG STOP DATE

Pursuant to the Agreement, the completion of the Disposal is conditional upon the fulfilment (if applicable, waiver) of the conditions precedent set out in the Agreement on or before the Long Stop Date, being 18 January 2022 (or the extended Long Stop Date). As certain conditions precedent have yet to be fulfilled as at the date of this announcement, the parties agree that the Long Stop Date shall be extended to 18 July 2022.

By Order of the Board

Blue River Holdings Limited

HO Sze Nga

Company Secretary

Hong Kong, 18 January 2022

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Benny KWONG (*Chairman*)
AU Wai June
Marc TSCHIRNER
SAM Hing Cheong

Independent Non-Executive Directors:

LEUNG Chung Ki
MA Ka Ki
William GILES