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英皇文化產業集團有限公司
Emperor Culture Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code : 491)

POLL RESULT OF SPECIAL GENERAL MEETING
HELD ON 14 APRIL 2022

The Board is pleased to announce that the proposed ordinary resolution was duly passed by the Independent Shareholders by way of poll at the SGM held today.

Reference is made to the circular of Emperor Culture Group Limited (the “**Company**”) dated 25 March 2022 (the “**Circular**”) setting out, inter alia, the notice of the special general meeting (“**Notice**”) of the Company held on 14 April 2022 (“**SGM**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context otherwise requires.

All Directors of the Company, namely Ms. Fan Man Seung, Vanessa, Mr. Wong Chi Fai, Mr. Yeung Ching Loong, Alexander, Ms. Shirley Percy Hughes, Ms. Chan Sim Ling, Irene, Mr. Ho Tat Kuen and Ms. Tam Sau Ying, had attended the SGM. The poll result of the ordinary resolution (“**Resolution**”) proposed at the SGM is as follows:

Resolution	Number of Votes (% to the total number of Shares voted at the SGM)		Total number of votes cast
	FOR	AGAINST	
To ratify, confirm and approve the Sale and Purchase Agreements and the transaction contemplated thereunder.	37,920,000 Shares (100%)	0 Share (0%)	37,920,000 Shares

Note: Full text of the Resolution is set out in the Notice of SGM.

The Board is pleased to announce that as more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed by the Independent Shareholders as an ordinary resolution. The Company has appointed Tricor Tengis Limited, the Company’s Hong Kong Branch Share Registrar, to act as the scrutineer for the purpose of vote-taking at the SGM.

As at the date of the SGM, the total number of issued Shares of the Company was 3,213,340,890 Shares. A total of 2,371,313,094 Shares (representing approximately 73.80% of the total issued Shares) were required to and did abstain from voting on the Resolution at the SGM. Therefore, the total number of Shares entitling the Independent Shareholders to attend the SGM and vote for or against the Resolution was 842,027,796 Shares (representing approximately 26.20% of the total issued Shares).

Save as the aforesaid, there is no other restriction on any Shareholder to cast votes on the Resolution.

All the conditions precedent of the Sale Shares SPA to the completion have now been fulfilled and the Vendor and the Purchaser will proceed to complete the sale and purchase of the Sale Shares in accordance with the terms and conditions thereof and upon completion of the sale and purchase of the Sale Shares, all the conditions precedent of the Sale Loan SPA to the completion will be fulfilled and the Vendor and the Purchaser will immediately proceed to complete the sale and purchase of the Sale Loan. Completion will take place on 22 April 2022.

By order of the Board
Emperor Culture Group Limited
Fan Man Seung, Vanessa
Chairperson

Hong Kong, 14 April 2022

As at the date this announcement, the Board comprises :

Executive Directors:

Ms. Fan Man Seung, Vanessa
Mr. Wong Chi Fai
Mr. Yeung Ching Loong, Alexander
Ms. Shirley Percy Hughes

Independent Non-executive Directors:

Ms. Chan Sim Ling, Irene
Mr. Ho Tat Kuen
Ms. Tam Sau Ying