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## **UTS MARKETING SOLUTIONS HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6113)**

### **VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 18 MAY 2022**

At the AGM held on Wednesday, 18 May 2022, all the proposed resolutions as set out in the notice of AGM dated 13 April 2022 have been duly approved by the Shareholders by way of poll.

At the annual general meeting of UTS Marketing Solutions Holdings Limited (the “**Company**”) held on Wednesday, 18 May 2022 (the “**AGM**”), all the proposed resolutions as set out in the notice of AGM dated 13 April 2022 have been duly approved by the Shareholders by way of poll.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the circular of the Company dated 13 April 2022.

#### **ATTENDANCE AT THE AGM**

As of the date of the AGM, the total number of the Shares in issue entitling the holder to attend and vote at the AGM was 400,000,000 Shares. Shareholders (in person or by proxy) holding an aggregate of 300,000,000 Shares, which represented 75% of the total number of Shares, were present at the AGM.

There were no (i) Shares entitling the holders to attend and abstain from voting in favour at the AGM in accordance with Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or (ii) shareholders of the Company that are required under the Listing Rules to abstain from voting at the AGM.

All Directors have attended the AGM.

## RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolution		No. of votes and percentage	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company for the year ended 31 December 2021 and the reports of the directors of the Company (the “ <b>Directors</b> ”) and auditors thereon.	300,000,000 (100%)	0 (0%)
2(a).	To re-elect Mr. Ng Chee Wai as executive Director.	300,000,000 (100%)	0 (0%)
2(b).	To re-elect Mr. Lee Shu Sum Sam as independent non-executive Director.	300,000,000 (100%)	0 (0%)
2(c).	To authorise the Board to fix the remuneration of the Directors.	300,000,000 (100%)	0 (0%)
3.	To re-appoint RSM Hong Kong Certified Public Accountants as independent auditors of the Company and to authorise the board of Directors to fix their remuneration.	300,000,000 (100%)	0 (0%)
4(A).	To give a general mandate to the directors to issue and allot shares not exceeding 20% of the total number of Shares in issue at the date of this resolution.	300,000,000 (100%)	0 (0%)
4(B).	To give a general mandate to the directors to repurchase shares not exceeding 10% of the total number of Shares in issue as at the date of this resolution.	300,000,000 (100%)	0 (0%)
4(C).	To increase the maximum nominal amount of share capital which the Directors are authorised to allot, issue and deal with pursuant to the general mandate as mentioned in Resolution 4(A) by the total number of Shares repurchased pursuant to the general mandate as mentioned in Resolution 4(B).	300,000,000 (100%)	0 (0%)

Special Resolution		No. of votes and percentage	
		For	Against
5.	To approve the proposed amendments to the existing articles of association of the Company and to adopt the new articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company.	300,000,000 (100%)	0 (0%)

\* *The full text of the resolutions is set out in the notice and the circular of the Company both dated 13 April 2022.*

*Note:* The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 4(C) above, all these resolutions no. 1 to 4(C) have been duly approved as ordinary resolutions. As more than 75% of the votes were cast in favour of the resolution no. 5, the resolution no. 5 has been duly approved as special resolution.

## **SCRUTINY OF VOTE-COUNTING**

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

By Order of the Board  
**UTS Marketing Solutions Holdings Limited**  
**Ng Chee Wai**  
*Chairman*

Hong Kong, 18 May 2022

*As at the date of this announcement, the executive Directors are Mr. Ng Chee Wai (Chairman), Mr. Lee Koon Yew (Chief Executive Officer) and Mr. Kwan Kah Yew; and the independent non-executive Directors are Mr. Lee Shu Sum Sam, Mr. Kow Chee Seng and Mr. Chan Hoi Kuen Matthew.*