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Tycoon Group Holdings Limited

滿貫集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3390)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 MAY 2022

All resolutions as set out in the notice of the Annual General Meeting were duly passed by way of a poll at the Annual General Meeting held on Wednesday, 25 May 2022.

Reference is made to the circular (“**Circular**”) of Tycoon Group Holdings Limited (“**Company**”) dated 22 April 2022 and the notice (“**Notice**”) of the annual general meeting of the Company (“**Annual General Meeting**”) dated 22 April 2022 in relation to, among other matters, the proposals for the (i) grant of general mandates to repurchase and issue shares of the Company; (ii) re-election of the retiring directors of the Company to be passed at the Annual General Meeting; and (iii) adoption of the New Memorandum and Articles of Association. Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that all resolutions as set out in the Notice were duly passed by the Shareholders by way of a poll at the Annual General Meeting.

As at the date of the Annual General Meeting, there were a total of 800,000,000 Shares in issue. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on the resolutions proposed at the Annual General Meeting. As such, there were a total of 800,000,000 Shares, representing 100% of the issued share capital of the Company as at the date of the Annual General Meeting, entitling the Shareholders to attend and vote on the resolutions proposed at the Annual General Meeting. None of the Shareholders were entitled to attend and abstain from voting in favour of the resolutions proposed at the Annual General Meeting according to Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against the resolutions proposed or to abstain from voting at the Annual General Meeting.

The full text of the resolutions was set out in the Notice. The poll results of the resolutions are as follows:

Ordinary Resolutions		Number of votes and percentage	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditor of the Company for the year ended 31 December 2021.	577,809,025 (99.99%)	25 (0.01%)
2(a).	To re-elect Ms. Li Ka Wa Helen as a non-executive Director.	577,809,025 (99.99%)	25 (0.01%)
2(b).	To re-elect Mr. Lau Ka On David as a non-executive Director.	577,809,025 (99.99%)	25 (0.01%)
2(c).	To re-elect Mr. Chung Siu Wah as an independent non-executive Director.	577,809,025 (99.99%)	25 (0.01%)
2(d).	To re-elect Ms. Chan Ka Lai Vanessa as an independent non-executive Director.	577,809,025 (99.99%)	25 (0.01%)
2(e).	To re-elect Mr. Mak Chung Hong as an independent non-executive Director.	577,809,025 (99.99%)	25 (0.01%)
2(f).	To authorise the Board of Directors to fix the respective Directors' remuneration.	577,809,000 (99.99%)	50 (0.01%)
3.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix their remuneration.	577,809,025 (99.99%)	25 (0.01%)
4.	To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing of this resolution.	577,809,025 (99.99%)	25 (0.01%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing of this resolution.	577,809,025 (99.99%)	25 (0.01%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares by the aggregate number of Shares repurchased by the Company.	577,809,000 (99.99%)	50 (0.01%)

Special Resolution		Number of votes and percentage	
		For	Against
7.	To consider and approve the adoption of the Second Amended and Restated Memorandum and Articles of Association of the Company and to authorise any one director or company secretary of the Company to do all such acts and arrangements necessary to implement the adoption of the Second Amended and Restated Memorandum and Articles of Association of the Company.	577,809,025 (99.99%)	25 (0.01%)

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 Annual General Meeting in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6, each of the resolutions was duly passed by the Shareholders as an ordinary resolution of the Company.

As more than 75% of the votes were cast in favour of resolution numbered 7, such resolution was duly passed by the Shareholders as a special resolution of the Company.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the Annual General Meeting.

Mr. Wong Ka Chung Michael, Ms. Chong Yah Lien, Ms. Li Ka Wa Helen, Mr. Lau Ka On David, Ms. Chan Ka Lai Vanessa and Mr. Mak Chung Hong attended the Annual General Meeting.

On behalf of the Board
Tycoon Group Holdings Limited
Wong Ka Chun Michael
Chairman, Executive Director and Chief Executive Officer

Hong Kong, 25 May 2022

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Wong Ka Chun Michael; four non-executive Directors, namely Mr. Yao Qingqi, Ms. Chong Yah Lien, Ms. Li Ka Wa Helen and Mr. Lau Ka On David; and three independent non-executive directors, namely Mr. Chung Siu Wah, Ms. Chan Ka Lai Vanessa and Mr. Mak Chung Hong (also known as Mak Tommy Chung Hong).