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**Virtual Mind Holding Company Limited**  
**天機控股有限公司**

*(formerly known as CEFC Hong Kong Financial Investment Company Limited)*  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1520)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL  
MEETING HELD ON 2 JUNE 2022**

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of Virtual Mind Holding Company Limited (the “**Company**”) both dated 13 May 2022. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE EGM**

The board of directors (the “**Board**”) of the Company is pleased to announce that at the extraordinary general meeting of the Company held on 2 June 2022 (the “**EGM**” or “**Meeting**”), the proposed resolution set out in the EGM Notice was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll results in respect of the resolution proposed at the EGM are as follows:

ORDINARY RESOLUTION	NUMBER OF VOTES (%)	
	FOR	AGAINST
<p>(a) the execution, delivery and performance by the Company of an acquisition agreement dated 25 January 2022 (the “<b>Acquisition Agreement</b>”) entered into among the Company, Dreamtoys Ltd (the “<b>Vendor</b>”) and Zeng Ge (the “<b>Guarantor</b>”) (a copy of the Acquisition Agreement is tabled at the Meeting and marked “A” and signed by the chairman of the meeting for identification purpose) pursuant to which the Company conditionally agreed to acquire and the Vendor conditionally agreed to sell the one ordinary issued share in, representing the entire issued share capital of, the Dreamtoys Inc (the “<b>Target Company</b>”) (the “<b>Acquisition</b>”), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) subject to the fulfilment or waiver of the conditions precedent set out in the Acquisition Agreement, the directors of the Company (the “<b>Directors</b>”) be and are hereby granted a specific mandate (the “<b>Specific Mandate</b>”) which shall entitle the Directors to exercise all the powers of the Company to allot and issue a maximum of 180,000,000 new shares (the “<b>Shares</b>”) of the Company (the “<b>Consideration Shares</b>”) at the issue price of HK\$0.22 per Share to the Vendor to settle part of the consideration for the Acquisition in accordance with the terms and conditions of the Acquisition Agreement; and</p> <p>(c) any one or more of the Directors of the Company be and is/ are hereby authorised to exercise all powers of the Company and take all steps as might in their opinion be desirable, necessary or expedient to give effect to or in connection with the Acquisition Agreement including without limitation: (i) the execution, amendment, supplement, delivery, submission and/or implementation of any further documents or agreements in relation to the Acquisition Agreement, and the issue and allotment of the Consideration Shares; and (ii) the taking of all necessary actions to implement the transactions contemplated under the Acquisition Agreement.</p>	<p>373,605,441 (100.00%)</p>	<p>0 (0.00%)</p>

As more than 50% of the votes were cast in favour of the resolution, the resolution proposed at the EGM was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the total number of issued Shares was 1,790,267,378, which was also the number of Shares entitling the holders thereof to attend and vote for or against the resolution at the EGM. There were no restrictions on any Shareholders to cast votes on the resolution of the EGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of the resolution at the EGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolution at the EGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolution proposed at the EGM.

All directors, namely Mr. Li Yang, Ms. Tin Yat Yu Carol, Mr. Cheung Ka Lung, Mr. Chan Ming Leung Terence, Mr. Gong Xiaohan, Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Ms. Lo Wing Sze *BBS, JP*, attended the EGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as scrutineer at the EGM for the purpose of vote-taking.

By order of the Board  
**Virtual Mind Holding Company Limited**  
**Li Yang**  
*Chairman & Executive Director*

Hong Kong, 2 June 2022

*As at the date of this announcement, the executive directors of the Company are Mr. Li Yang, Ms. Tin Yat Yu Carol, Mr. Cheung Ka Lung, Mr. Chan Ming Leung Terence and Mr. Gong Xiaohan; and the independent non-executive directors of the Company are Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Ms. Lo Wing Sze BBS, JP.*