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ROYAL DELUXE HOLDINGS LIMITED

御佳控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3789)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 1 SEPTEMBER 2022

The board (the “**Board**”) of directors (the “**Directors**”) of Royal Deluxe Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at Unit 13, 1/F, Manulife Financial Centre (Tower A), 223 Wai Yip Street, Kwun Tong, Kowloon, Hong Kong on Thursday, 1 September 2022 at 10:30 a.m. (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 22 July 2022 (the “**AGM Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

Mr. Wang Kei Ming and Mr. Wang Yu Hin as executive Directors; and Mr. Kwong Ping Man, Mr. Lai Ah Ming Leon and Mr. Sio Kam Seng as independent non-executive Directors, attended the AGM in person. Mr. Wang Kei Ming acted as the chairman of the AGM.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditor's report of the Company for the year ended 31 March 2022.	853,823,600 (99.99%)	4,000 (0.01%)
2.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the Board to fix their remuneration.	853,563,600 (99.97%)	264,000 (0.03%)
3.	(a) To re-elect Mr. Lai Ah Ming Leon as an independent non-executive Director; and	853,823,600 (99.99%)	4,000 (0.01%)
	(b) To re-elect Mr. Kwong Ping Man as an independent non-executive Director.	853,823,600 (99.99%)	4,000 (0.01%)
4.	To authorise the Board to fix the remuneration of the Directors.	853,827,600 (100.00%)	0 (0.00%)
5.	To grant the general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	853,823,600 (99.99%)	4,000 (0.01%)
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	853,827,600 (100.00%)	0 (0.00%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	853,823,600 (99.99%)	4,000 (0.01%)

The full text of the Resolutions appears in the AGM Notice.

As more than 50% of the votes were cast in favour of Resolutions no. 1 to no. 7 as ordinary resolutions, Resolutions no. 1 to no. 7 proposed at the AGM were duly passed by the Shareholders.

SPECIAL RESOLUTION		Number of votes cast (%)	
		FOR	AGAINST
8.	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing amended and restated memorandum and articles of association of the Company (the “ Existing Memorandum and Articles of Association ”) and to adopt the second memorandum of association and articles of association of the Company (the “ New Memorandum and Articles of Association ”) in substitution for and to the exclusion of the Existing Memorandum and Articles of Association with immediate effect after the close of the AGM and authorise any one Director or company secretary of the Company to do all things necessary to implement the Proposed Amendments and the adoption of the New Memorandum and Articles of Association.	853,827,600 (100.00%)	0 (0.00%)

The full text of the Resolution no. 8 appears in the AGM Notice.

As more than 75% of the votes were cast in favour of Resolution no. 8 as a special resolution, the Resolution no. 8 proposed at the AGM was duly passed by the Shareholders as a special resolution.

As at the date of the AGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the AGM: 1,200,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.

- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

There was no restriction on any Shareholder casting votes on any of the Resolutions at the AGM.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote taking at the AGM.

By Order of the Board
Royal Deluxe Holdings Limited
Wang Kei Ming
Chairman and Executive Director

Hong Kong, 1 September 2022

As at the date of this announcement, the Board comprises Mr. Wang Kei Ming and Mr. Wang Yu Hin as executive Directors; and Mr. Kwong Ping Man, Mr. Lai Ah Ming Leon and Mr. Sio Kam Seng as independent non-executive Directors.