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FAIRWOOD HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 52)



POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 SEPTEMBER 2022

The board of directors (the “**Board**”) of Fairwood Holdings Limited (the “**Company**”) is pleased to announce that all proposed resolutions as set out in the notice of the annual general meeting of the Company dated 29 July 2022 (the “**Resolution(s)**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 8 September 2022 (the “**AGM**”).

Details of the poll results in respect of the Resolutions are as follows:-

Ordinary Resolutions		Number of votes	
		(%)	
		For	Against
1.	To receive and adopt the audited financial statements and the reports of the Directors and Independent Auditor for the year ended 31 March 2022.	69,648,615 (99.9856%)	10,010 (0.0144%)
2.	To declare a final dividend of HK40 cents per share for the year ended 31 March 2022.	69,648,615 (99.9856%)	10,010 (0.0144%)
3.	(i) To re-elect Mr YIP Cheuk Tak as an Independent Non-executive Director.	65,025,115 (99.9439%)	36,510 (0.0561%)
	(ii) To re-elect Mr NG Chi Keung as an Independent Non-executive Director.	63,086,115 (96.9636%)	1,975,510 (3.0364%)
	(iii) To re-elect Mr Joseph CHAN Kai Nin as an Independent Non-executive Director.	63,086,115 (96.9636%)	1,975,510 (3.0364%)
4.	To authorize the Board of Directors to fix the remuneration of the Directors.	69,529,105 (99.8141%)	129,520 (0.1859%)
5.	To grant authority to the Board of Directors to appoint additional Directors up to the maximum number determined by the Shareholders.	69,508,615 (99.7846%)	150,010 (0.2154%)
6.	To re-appoint KPMG as Auditor of the Company and to authorise the Board of Directors to fix their remuneration.	69,648,614 (99.9856%)	10,011 (0.0144%)
7A.	To pass the Ordinary Resolution in item 7A of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to issue additional shares).	55,921,451 (80.2793%)	13,737,174 (19.7207%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
7B.	To pass the Ordinary Resolution in item 7B of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to buy back shares).	65,051,615 (93.3863%)	4,607,010 (6.6137%)
7C.	To pass the Ordinary Resolution in item 7C of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to issue additional shares by the number of shares bought back under the general mandate for the buy-back of shares).	55,921,941 (85.9523%)	9,139,684 (14.0477%)
As more than 50% of the votes were cast in favour of each of the above Resolutions, all the above Resolutions were duly passed as ordinary resolutions of the Company.			

Special Resolution		Number of votes (%)	
		For	Against
8.	To pass the Special Resolution in item 8 of the Notice of Annual General Meeting (To approve and adopt the New Bye-laws of the Company).	69,312,613 (99.5040%)	345,510 (0.4960%)
As more than 75% of the votes were cast in favour of this Resolution, this Resolution was duly passed as special resolution of the Company.			

As at the date of the AGM, the total number of issued shares of the Company was 129,552,780 shares, which was also the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions.

There was no share entitling the holder to attend and abstain from voting in favour of any of the Resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) at the AGM. No Shareholder was required under the Listing Rules to abstain from voting or has stated any intention in the Company’s circular to the Shareholders dated 29 July 2022 to vote against or to abstain from voting on any of the Resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the AGM.

The directors of the Company, namely Mr Lo Fai Shing Francis, Ms Peggy Lee, Mr Ng Chi Keung, Mr Joseph Chan Kai Nin, Dr Peter Lau Kwok Kuen and Mr Peter Wan Kam To, attended the AGM in person whereas Mr Dennis Lo Hoi Yeung and Mr Yip Cheuk Tak attended the AGM by electronic means.

By Order of the Board
Fairwood Holdings Limited
LEUNG Wai Chi
Company Secretary

Hong Kong, 8 September 2022

*As at the date of this announcement, the Directors of the Company are:
Executive Directors: Mr Dennis Lo Hoi Yeung (Executive Chairman), Mr Lo Fai Shing Francis (Chief Executive Officer) and Ms Peggy Lee; and
Independent Non-executive Directors: Mr Ng Chi Keung, Mr Joseph Chan Kai Nin, Dr Peter Lau Kwok Kuen, Mr Peter Wan Kam To and Mr Yip Cheuk Tak.*

Website: www.fairwoodholdings.com.hk