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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3878)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 15 SEPTEMBER 2022

At the annual general meeting of Vicon Holdings Limited (the “**Company**”) held on 15 September 2022 (the “**AGM**”), a poll was demanded by the chairman of the AGM for voting on the proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 27 July 2022 (the “**Notice**”).

The executive Directors, Mr. Chow Kwok Chun and Mr. Leung Hing Wai, and the independent non-executive Director, Mr. Ip Ka Ki, attended the AGM in person, while the independent non-executive Directors, Mr. Tse Ka Ching Justin and Mr. Chan Wai Kit attended the AGM by electronic means. Mr. Chow Kwok Chun acted as the chairman of the AGM.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors of the Company (the “**Directors**”) is pleased to announce that all the Resolutions were duly passed as ordinary resolutions by the shareholders of the Company at the AGM through voting by way of poll. The poll results in respect of the Resolutions at the AGM are set out as follows:

Ordinary Resolutions		Number of Shares Voted (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, and the reports of the directors and auditors of the Company for the year ended 31 March 2022.	161,942,000 (100%)	0 (0%)
2.	To re-appoint CCTH CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	161,942,000 (100%)	0 (0%)

Ordinary Resolutions		Number of Shares Voted (%)	
		For	Against
3.	(a) To re-elect Mr. Leung Hing Wai as an executive director;	161,942,000 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Wai Kit as an independent non-executive director;	161,942,000 (100%)	0 (0%)
	(c) To re-elect Mr. Ip Ka Ki as an independent non-executive director; and	161,942,000 (100%)	0 (0%)
	(d) To authorise the board of directors to fix the remuneration of the directors.	161,942,000 (100%)	0 (0%)
4.	To grant a general mandate to the board of directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	161,942,000 (100%)	0 (0%)
5.	To grant a general mandate to the board of directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	161,942,000 (100%)	0 (0%)
6.	To extend, conditional upon the above ordinary resolutions nos. 4 and 5 being duly passed, the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of shares repurchased by the Company.	161,942,000 (100%)	0 (0%)
Special Resolution		For	Against
7.	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 new amended and restated 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 2022 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.	161,942,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of Resolutions no.1 to 6, each of Resolutions no.1 to 6 proposed at the AGM were duly passed by the shareholders of the Company as ordinary resolutions. As more than 75% of the votes were cast in favour of Resolution no.7, the said Resolution no.7 proposed at the AGM was duly passed by the shareholders of the Company as a special resolution.

GENERAL

As at the date of the AGM, there were a total of 479,600,000 issued shares of the Company entitling the holders to attend and vote for or against all the Resolutions at the AGM. No shareholders of the Company entitled to attend and abstain from voting in favour of the Resolutions at the AGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and no shareholders of the Company was required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM. None of the shareholders of the Company stated their intention in the circular of the Company dated 27 July 2022 (the “**Circular**”) to vote for or against any of the Resolutions at the AGM.

The Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

Shareholders of the Company may refer to the circular incorporating the Notice for details of the Resolutions above proposed at the AGM. The circular and the Notice may be viewed and downloaded from the Company’s website at www.vicon.com.hk or the designated website of the Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By order of the Board
Vicon Holdings Limited
Chow Kwok Chun
Chairman

Hong Kong, 15 September 2022

As at the date of this announcement, the executive Directors are Mr. CHOW Kwok Chun and Mr. LEUNG Hing Wai and the independent non-executive Directors are Mr. IP Ka Ki, Mr. CHAN Wai Kit and Mr. TSE Ka Ching Justin.