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Ngai Hing Hong Company Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 1047)

Website: <https://www.nhh.com.hk>

ANNUAL GENERAL MEETING HELD ON 17TH NOVEMBER 2022 POLL RESULTS AND DISTRIBUTION OF FINAL DIVIDEND

The board of Directors (the “Board”) of Ngai Hing Hong Company Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held on 17th November 2022 (the “AGM”), all the resolutions (the “Resolutions”) proposed at the AGM were duly passed by the shareholders of the Company (the “Shareholders”) at the AGM by way of poll.

Reference is made to the notice of AGM and the circular (the “Circular”) of the Company dated 18th October 2022. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Company’s branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of all the Resolutions are as follows:

Ordinary resolutions		Number of votes (Approx. %)	
		For	Against
1.	To receive and approve the audited consolidated financial statements, the report of the directors of the Company (the “Directors”, each a “Director”) and the report of the independent auditor of the Company for the year ended 30th June 2022.	216,934,240 (100.0000%)	0 (0.0000%)
2.	To declare a final dividend for the year ended 30th June 2022.	216,934,240 (100.0000%)	0 (0.0000%)
3.	A. (i) To re-elect Mr. HUI Sai Chung as an executive Director.	216,934,240 (100.0000%)	0 (0.0000%)
	(ii) To re-elect Mr. HUI Man Wai as an executive Director.	216,934,240 (100.0000%)	0 (0.0000%)
	(iii) To re-elect Mr. YU Chi Kwong as an independent non-executive Director.	216,934,240 (100.0000%)	0 (0.0000%)
	B. To authorise the Board to fix the remuneration of the Directors and any committee of the Board.	207,312,240 (95.5646%)	9,622,000 (4.4354%)

Ordinary resolutions		Number of votes (Approx. %)	
		For	Against
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix its remuneration.	216,934,240 (100.0000%)	0 (0.0000%)
5.	A. Resolution No. 5A as set out in the Notice of AGM.	207,312,240 (95.5646%)	9,622,000 (4.4354%)
	B. Resolution No. 5B as set out in the Notice of AGM.	216,934,240 (100.0000%)	0 (0.0000%)
	C. Resolution No. 5C as set out in the Notice of AGM.	207,312,240 (95.5646%)	9,622,000 (4.4354%)
6.	To approve the adoption of the New Share Option Scheme and the termination of the Existing Share Option Scheme (as defined in the circular of the Company dated 18th October 2022).	207,312,240 (95.5646%)	9,622,000 (4.4354%)
Special resolution		Number of votes (Approx. %)	
		For	Against
7.	To approve the amendments to the existing bye-laws of the Company as set out in Appendix IV to the circular of the Company dated 18th October 2022 (the "Proposed Amendments") and the adoption of the new bye-laws of the Company containing all the Proposed Amendments in substitution for and to the exclusion of the existing bye-laws of the Company.	216,934,240 (100.0000%)	0 (0.0000%)

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 voted at the AGM in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of Resolutions numbered 1 to 6 and not less than 75% of the votes were cast in favour of Resolution numbered 7, all the above ordinary Resolutions and the special Resolution were duly passed.

All Directors, namely, Mr. Hui Sai Chung, Mr. Hui Kwok Kwong, Mr. Ng Chi Ming, Mr. Hui Yan Kuen, Mr. Hui Man Wai, Mr. Hui Yan Lung, Geoffrey, Mr. Ho Wai Chi, Paul, Mr. Ching Yu Lung and Mr. Yu Chi Kwong, attended the AGM.

As at the date of the AGM:

- (i) to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, there was no restriction on any Shareholders to cast votes on the Resolutions and no Shareholder was required to abstain from voting on the same. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the Resolutions was 369,200,000, representing 100% of the issued share capital of the Company;
- (ii) none of the Shareholders was entitled to attend and abstain from voting in favour of the Resolutions according to Rule 13.40 of the Listing Rules;
- (iii) there was no Share entitling the holder to attend and vote only against the Resolutions; and
- (iv) none of the Shareholders has stated his intention in the Circular to vote against any of the Resolutions or to abstain from voting at the AGM.

DISTRIBUTION OF FINAL DIVIDEND

The proposal for the declaration and payment of the final dividend for the year ended 30th June 2022 to the shareholders whose names appear on the register of members of the Company on Monday, 28th November 2022 was duly passed and approved at the AGM.

As disclosed in the Circular, for determining the entitlement to the final dividend for the year ended 30th June 2022, the register of members of the Company will be closed from Thursday, 24th November 2022 to Monday, 28th November 2022 (both dates inclusive) during which period no transfer of shares will be registered. In order to qualify for the final dividend for the year ended 30th June 2022, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Union Registrars Limited, Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration no later than 4:00 p.m. on Wednesday, 23rd November 2022. The final dividend for the year ended 30th June 2022 is expected to be distributed on Friday, 9th December 2022.

By Order of the Board
Ngai Hing Hong Company Limited
HUI Sai Chung
Chairman

Hong Kong, 17th November 2022

As at the date of this announcement, the Board of Directors comprises six Executive Directors, namely Mr. HUI Sai Chung (Chairman), Mr. HUI Kwok Kwong, Mr. NG Chi Ming, Mr. HUI Yan Kuen, Mr. HUI Man Wai and Mr. HUI Yan Lung, Geoffrey and three Independent Non-executive Directors, namely Mr. HO Wai Chi, Paul, Mr. CHING Yu Lung and Mr. YU Chi Kwong.