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ART GROUP HOLDINGS LIMITED

錦藝集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 565)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON WEDNESDAY, 14 DECEMBER 2022**

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on Wednesday, 14 December 2022.

The board of directors (the “**Board**”) of Art Group Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on Wednesday, 14 December 2022 (the “**AGM**”).

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

As at the date of the AGM, the issued share capital of the Company comprised 2,688,805,163 shares of HK\$0.01 each (the “**Shares**”), that was the total number of Shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the holder 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 on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM. None of the shareholders of the Company has stated their intention in the Company’s circular dated 28 October 2022 to vote against or to abstain from voting on any of the resolutions at the AGM.

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

Ordinary Resolutions		No. of Shares voted (%) ^{Note}	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “Directors”) and independent auditor of the Company for the year ended 30 June 2022.	1,829,835,552 (100.00%)	0 (0.00%)
2.	(A) To re-elect Mr. Chen Jindong as an executive Director.	1,829,835,552 (100.00%)	0 (0.00%)
	(B) To re-elect Mr. Kwan Chi Fai as an independent non-executive Director.	1,829,835,552 (100.00%)	0 (0.00%)
3.	To authorise the board of Directors to determine the remuneration of the Directors.	1,829,835,552 (100.00%)	0 (0.00%)
4.	To re-appoint the auditor of the Company and to authorise the board of Directors to fix the remuneration of the auditor of the Company.	1,829,835,552 (100.00%)	0 (0.00%)
5.	(A) To grant an unconditional general mandate to the Directors to issue, allot and otherwise deal in shares not exceeding 20% of the issued number of shares of the Company;	1,829,060,552 (99.96%)	775,000 (0.04%)
	(B) To grant an unconditional general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued number of shares of the Company; and	1,829,835,552 (100.00%)	0 (0.00%)
	(C) To extend, conditional upon the passing of resolutions 5(A) and 5(B), the number of shares repurchased under resolution 5(B) to the mandate granted to the Directors under resolution 5(A).	1,829,060,552 (99.96%)	775,000 (0.04%)
Special Resolution		For	Against
6.	To approve the proposed amendments to the articles of association of the Company and to adopt the amended and restated articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.	1,829,835,552 (100.00%)	0 (0.00%)

Note: All percentages are rounded up to two decimal places.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 5, the resolutions numbered 1 to 5 were duly passed as ordinary resolutions of the Company at the AGM, and as no less than 75% of the votes were cast in favour of the resolution numbered 6, the resolution numbered 6 was duly passed as special resolution of the Company at the AGM.

All Directors of the Company attended the AGM by electronic means.

By order of the Board
Art Group Holdings Limited
Chen Jinyan
Chairman

Hong Kong, 14 December 2022

As at the date of this announcement, the executive Directors are Mr. Chen Jinyan and Mr. Chen Jindong; and the independent non-executive Directors are Mr. Kwan Chi Fai, Ms. Chong Sze Pui Joanne and Ms. Wang Yugin.