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## **TONGDA GROUP HOLDINGS LIMITED**

**通達集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 698)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 DECEMBER 2022 AND COMPLETION OF MAJOR TRANSACTION IN RELATION TO THE DISPOSAL OF 70% OF THE ENTIRE ISSUED SHARE CAPITAL OF A SUBSIDIARY**

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM held on 28 December 2022.

The Board is also pleased to announce that all the conditions precedent under the Sale and Purchase Agreement have been fulfilled and the Completion took place on 28 December 2022.

Reference is made to (i) the announcement of Tongda Group Holdings Limited (the “**Company**”) dated 11 November 2022; (ii) the circular of the Company dated 9 December 2022 (the “**Circular**”) in relation to the Disposal; and (iii) the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 9 December 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

## POLL RESULTS OF THE EGM

The Board announces that the ordinary resolution (the “**Resolution**”) as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM held on 28 December 2022.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolution was 9,719,257,645, representing the entire issued share capital of the Company as at the date of the EGM. None of the Shareholders were required to abstain from voting on the Resolution at the EGM under the Listing Rules. In addition, there were no Shares entitling the holders to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules.

The Company’s branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Details of the poll results of the EGM are set out below:

<b>ORDINARY RESOLUTION</b> <i>(Note)</i>	<b>Number of votes (%)</b>	
	<b>For</b>	<b>Against</b>
To approve, confirm and ratify the Sale and Purchase Agreement and the transactions contemplated thereunder.	4,555,486,374 (99.9903%)	439,702 (0.0097%)

*Note:* Full text of the Resolution was set out in the Notice.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company at the EGM.

## COMPLETION

The Board is also pleased to announce that all the conditions precedent under the Sale and Purchase Agreement have been fulfilled and the Completion took place on 28 December 2022. Following the Completion, the Group continues to hold 30% of the issued share capital of the Target Company and the Target Group ceases to be subsidiaries of the Company and instead becomes associates of the Company. Accordingly, the financial results of the Target Group will no longer be consolidated into the consolidated financial statements of the Group and instead, the Group will share the financial results of the associates.

By order of the Board  
**Tongda Group Holdings Limited**  
**Wang Ya Nan**  
*Chairman*

Hong Kong, 28 December 2022

*As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Hung Man, Mr. Wong Ming Sik, Mr. Wong Ming Yuet and Mr. Hui Wai Man as executive Directors; Ms. Chan Sze Man as non-executive Director; and Dr. Yu Sun Say, GBM, GBS, SBS, JP, Mr. Cheung Wah Fung, Christopher, GBS, SBS, JP and Mr. Ting Leung Huel Stephen as independent non-executive Directors.*