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## **SOUTH CHINA FINANCIAL HOLDINGS LIMITED**

**南華金融控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 00619)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 11 JANUARY 2023**

References are made to the circular (the “**Circular**”) and the notice of EGM (the “**Notice of the EGM**”) of South China Financial Holdings Limited (the “**Company**”) both dated 16 December 2022 regarding (i) major and connected transaction in relation to the acquisition of entire issued share capital of Genius Year Limited and issuance of Convertible Bonds and (ii) the notice of the EGM. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the EGM held on 11 January 2023, the proposed resolution (the “**Resolution**”) as set out in the Notice of the EGM was duly passed by the Independent Shareholders by way of poll as an ordinary resolution (with more than 50% of the votes cast in favour of the Resolution). The relevant poll results are set out as follows:

<b>ORDINARY RESOLUTION</b>		<b>Total number of Shares actually voted</b>	<b>Number of Shares actually voted (Approximate % of total number of Shares actually voted)</b>	
			<b>For</b>	<b>Against</b>
1.	To consider, approve, confirm and ratify the sale and purchase agreement dated 13 September 2022 and the transactions as contemplated thereunder (including the terms and conditions of the subscription of the convertible bonds to be issued by the Company) and all matters incidental thereto.	45,548,360	45,548,174 (99.9996%)	186 (0.0004%)

*Notes:*

1. As at the date of the EGM, there were 301,277,070 Shares in issue.
2. The number of Shares entitling the Independent Shareholders to attend and vote on the Resolution at the EGM was 186,543,152 Shares.
3. There were 114,733,918 Shares that are required under the Listing Rules to abstain from voting on the Resolution of which includes the Shares in aggregate hold by Mr. Ng Hung Sang and his associates (namely, Mr. Ng Yuk Yeung Paul, Fung Shing Group Limited, Parkfield Holdings Limited, Ronastar Investments Limited and Uni-Spark Investments Limited) and Ms. Cheung Choi Ngor.
4. Save as disclosed, there was no Share entitling the Shareholders 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.
5. The Company would like to report that among six directors of the Company, Ms. Cheung Choi Ngor, Ms. Ng Yuk Mui Jessica and Mrs. Tse Wong Siu Yin Elizabeth attended the EGM, while Mr. Ng Hung Sang, Hon. Raymond Arthur William Sears, K.C. and Mr. Tung Woon Cheung Eric were unable to attend the EGM due to their other business commitments.
6. Union Registrars Limited, the share registrar of the Company, acted as scrutineer for the vote-taking at the EGM.
7. Save as disclosed, no other Shareholder is required to abstain from voting at the EGM.
8. The full text of the Resolution is set out in the Notice of the EGM.

By Order of the Board  
**South China Financial Holdings Limited**  
南華金融控股有限公司  
**Ng Yuk Mui Jessica**  
*Executive Director*

Hong Kong, 11 January 2023

*As at the date of this announcement, the Directors are (1) Mr. Ng Hung Sang, Ms. Cheung Choi Ngor and Ms. Ng Yuk Mui Jessica as executive Directors; and (2) Mrs. Tse Wong Siu Yin Elizabeth, Hon. Raymond Arthur William Sears, K.C. and Mr. Tung Woon Cheung Eric as independent non-executive Directors.*