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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED

時富投資集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 1049)

**POLL RESULTS
OF
SPECIAL GENERAL MEETING HELD ON 29 MARCH 2023**

Reference is made to the circular of Celestial Asia Securities Holdings Limited (“Company”) dated 13 March 2023 (“Circular”) and notice of special general meeting of the Company as set out in the Circular (“SGM”) dated 13 March 2023. Terms used in this announcement shall have the same meaning as defined in the Circular unless otherwise stated.

POLL RESULTS OF THE SGM

The Board announces that the SGM was held on 29 March 2023 and all ordinary resolutions as set out in the notice of the SGM were taken by poll pursuant to rule 13.39(4) of the Listing Rules. Messrs Tam & Wong, *Certified Public Accountants*, was appointed as scrutineer for the vote-taking at the SGM. The poll results of the ordinary resolutions were as follows:

	Number of Shares votes (Approximate %)	
	For	Against
Ordinary Resolutions		
To approve the margin financing agreements and the annual caps and the transactions contemplated thereunder for each of the following connected clients (ordinary resolutions as set out in the notice of the SGM):		
(i) Dr Kwan Pak Hoo Bankee	14,752,538 (100.00%)	0 (0.00%)
(ii) Mr Leung Siu Pong James	54,950,137 (100.00%)	0 (0.00%)
(iii) Mr Kwan Teng Hin Jeffrey	14,752,538 (100.00%)	0 (0.00%)
(iv) Cash Guardian Limited	14,752,538 (100.00%)	0 (0.00%)

Notes:

1. Percentages rounded to 2 decimal places.

2. Please refer to the SGM notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions at the SGM.

As at the date of the SGM, the total number of issued Shares was 80,720,181 Shares.

As disclosed in the Circular:-

- (i) Cash Guardian (indirectly wholly-owned by Dr Kwan Pak Hoo Bankee) holds approximately 49.05% of the issued shares of the Company and Dr Kwan Pak Hoo Bankee (the controlling shareholder of the Company) holds approximately 0.74% of the issued shares of the Company, and is the father of Mr Kwan Teng Hin Jeffrey. They are regarded as having material interest in the Margin Financing Agreements and will be required to abstain from voting on the relevant resolution(s) nos. (i), (iii) and (iv) at the SGM; and
- (ii) Mr Leung Siu Pong James holds approximately 0.05% of the issued shares of the Company. He is regarded as having material interest in the Margin Financing Agreement and will be required to abstain from voting on the relevant resolution no. (ii) at the SGM.

Accordingly, the total number of Shares held by the Independent Shareholders entitled to attend and vote for or against in respect of:- (a) the ordinary resolutions numbered (i), (iii) and (iv) were 40,522,582 Shares (representing approximately 50.20% of the total issued share capital of the Company); and (b) the ordinary resolution numbered (ii) were 80,682,539 Shares (representing approximately 99.95% of the total issued share capital of the Company) as at the date of the SGM. Save as the aforesaid, there was no other restriction on any Shareholders to cast votes on the ordinary resolutions and no other Shareholder was required to under the Listing Rules to abstain from voting at the SGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions of the SGM.

Directors namely Dr Kwan Pak Hoo Bankee, Mr Leung Siu Pong James, Mr Li Shing Wai Lewis, Mr Kwan Teng Hin Jeffrey, Mr Leung Ka Kui Johnny and Mr Wong Chuk Yan attended the SGM either in person or by electronic means; and Dr Chan Hak Sin was not able to attend the SGM due to other engagement.

By order of the Board
Ada S P Cheung
Company Secretary

Hong Kong, 29 March 2023

As at the date hereof, the directors of the Company comprise:-

Executive Directors:

Dr Kwan Pak Hoo Bankee, JP
Mr Leung Siu Pong James
Mr Li Shing Wai Lewis
Mr Kwan Teng Hin Jeffrey

Independent non-executive Directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

** For identification purpose only*