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## **ERNEST BOREL HOLDINGS LIMITED**

**依波路控股有限公司**

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

**(Stock Code: 1856)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 29 MARCH 2023**

Reference is made to the notice of extraordinary general meeting (the “**EGM**”) dated 13 March 2023 (the “**EGM Notice**”) and the circular dated 13 March 2023 (the “**Circular**”) of Ernest Borel Holdings Limited (the “**Company**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the EGM Notice and the Circular.

The Board is pleased to announce that the ordinary resolutions as set out in the EGM Notice (the “**Resolutions**”) were duly passed by the Shareholders (other than Citychamp and its associates who were required to abstain from voting) by way of poll at the EGM held on 29 March 2023.

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

The poll results of the EGM are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1(a)	That the Agreement dated 21 November 2022 (as amended and supplemented by the Supplemental Agreement dated 8 December 2022) entered into between the Purchaser and the Vendor in relation to the Acquisition of the entire equity interest in the Target Company and the consummation of transactions contemplated thereunder as more particularly described in the Circular and on the terms and conditions set out in the Agreement be hereby approved, ratified and confirmed; and	73,807,536 (99.99%)	42 (0.01%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1(b)	That authorisation be granted to any one Director to complete and do all such acts or things (including executing all such documents, instruments and agreements as may be required) as the Company, such Director or, as the case may be, the Board may consider necessary, desirable or expedient or in the interest of the Company to give effect to the terms of the matters contemplated under the Agreement (as amended and supplemented by the Supplemental Agreement) and all transactions contemplated thereunder and all other matters incidental thereto or in connection therewith.	73,807,536 (99.99%)	42 (0.01%)

As more than 50% of the votes were cast by way of poll in favour of the Resolutions, such Resolutions were duly passed as ordinary resolutions of the Company at the EGM.

As at the date of the EGM, the total number of Shares in the issued share capital of the Company was 347,437,000 Shares.

As disclosed in the Circular, in light of Citychamp's material interest in the Acquisition, Mr. Hon Kwok Lung, the ultimate beneficial owner of Citychamp and the Company, Citychamp and their close associates, namely, Ms. Lam Suk Ying, VGB Limited, Full Day Limited and Sincere View International Limited (which held 222,634,485 Shares in total, representing 64.08% of the issued share capital of the Company) were required to abstain and have abstained from voting on the Resolutions at the EGM.

Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM was 124,802,515 Shares, representing approximately 35.92% of the total issued Shares.

Saved as disclosed above, (i) there was no Share entitling any Shareholder to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules; (ii) the Company is not aware of any Shareholder who has stated its intention in the Circular to vote against or abstain from voting on any of the Resolutions at the EGM; and (iii) no Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions at the EGM.

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

The executive Directors, Mr. Teguh Halim and Ms. Lam Lai; the non-executive Directors, Mr. Xiong Ying; and the independent non-executive Directors, Mr. To Chun Kei and Ms. Chan Lai Wa, attended the EGM in person or by electronic means. Independent non-executive Director Mr. Hui Cheuk Kit Frederick was unable to attend the EGM due to other business engagement.

By Order of the Board  
**Ernest Borel Holdings Limited**  
**Ng Kin Sun**  
*Company Secretary*

Hong Kong, 29 March 2023

*As at the date of this announcement, the Board comprises of the following members:*

*Executive Directors:* Mr. Teguh Halim and Ms. Lam Lai

*Non-executive Directors:* Mr. Xiong Ying

*Independent Non-executive Directors:* Mr. To Chun Kei, Mr. Hui Cheuk Kit Frederick and Ms. Chan Lai Wa