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TRULY INTERNATIONAL HOLDINGS LIMITED

信利國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0732)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 12 MAY 2023

References are made to the notice of the annual general meeting (the “AGM”) of Truly International Holdings Limited (the “Company”) dated 18 April 2023 and the circular (the “Circular”) of the Company dated 18 April 2023. Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the AGM held on 12 May 2023, all of the proposed resolutions as set out in the aforesaid notices of the AGM were passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results in respect of the resolutions passed at the AGM are as follows:

	ORDINARY RESOLUTIONS	For	Against
		Number of Shares (%)	Number of Shares (%)
1.	To adopt the Audited Consolidated Financial Statements and the Reports of the Directors and the Auditors of the Company for the year ended 31 December 2022.	1,723,931,199 (99.39%)	10,626,000 (0.61%)
2.	To consider and approve the final dividend of 5 HK cents per ordinary share of the Company in respect of the year ended 31 December 2022.	1,734,557,199 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Lam Wai Wah as an executive Director of the Company.	1,710,948,565 (98.64%)	23,608,634 (1.36%)
	(b) To re-elect Mr. Cheung Wing Cheung as an executive Director of the Company.	1,675,535,572 (96.60%)	59,021,627 (3.40%)
	(c) To re-elect Mr. Heung Kai Sing as an independent non-executive Director of the Company.	1,594,281,740 (91.91%)	140,275,459 (8.09%)
	(d) To re-elect Mr. Cheung Wai Yin, Wilson as an independent non-executive Director of the Company.	1,718,065,199 (99.05%)	16,492,000 (0.95%)
	(e) To authorise the Board of Directors of the Company to fix the Directors’ remuneration.	1,734,557,199 (100.00%)	0 (0.00%)

4.	To re-appoint Deloitte Touche Tohmatsu as the Company's external auditor and to authorise the Board of Directors of the Company to fix their remuneration.	1,718,045,180 (99.05%)	16,512,019 (0.95%)
5.	To approve the Ordinary Resolutions A to C as set out in the Notice of Annual General Meeting:		
	A. To grant a general mandate to Directors to repurchase the Company's shares.	1,733,911,199 (99.96%)	646,000 (0.04%)
	B. To grant a general mandate to Directors to allot, issue and deal with the Company's shares.	1,527,120,866 (88.04%)	207,436,333 (11.96%)
	C. To extend the general mandate granted to the Directors under Resolution B by the number of shares repurchased under Resolution A.	1,528,089,799 (88.10%)	206,467,400 (11.90%)

All of the resolutions set out above were duly passed as ordinary resolutions of the Company respectively.

As at the date of the AGM, the total number of issued shares of the Company was 3,161,105,398 shares, all the holders of which were entitled to attend and vote for or against the proposed resolutions at the AGM. There was no share of the Company entitling the holder to attend and vote only against the proposed resolutions at the AGM. No Shareholder was required to abstain from voting on the proposed resolutions at the AGM.

The following Directors attended the AGM, namely Mr. Wong Pong Chun, James, Mr. Cheung Wing Cheung, Mr. Chung Kam Kwong, Mr. Heung Kai Sing and Mr. Cheung Wai Yin, Wilson.

By order of the Board of
Truly International Holdings Limited
Lam Wai Wah
Chairman

Hong Kong, 12 May 2023

As at the date of this announcement, the Board comprises Mr. Lam Wai Wah, Mr. Wong Pong Chun, James, Mr. Dai Cheng Yun and Mr. Cheung Wing Cheung as executive directors; Mr. Song Bei Bei as non-executive director; and Mr. Chung Kam Kwong, Mr. Heung Kai Sing and Mr. Cheung Wai Yin, Wilson as independent non-executive directors.