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Litian Pictures Holdings Limited

力天影業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9958)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 29 MAY 2023
AND
ADOPTION OF THE AMENDED AND RESTATED
ARTICLES OF ASSOCIATION**

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2023

At the annual general meeting (the “AGM”) of Litian Pictures Holdings Limited (the “Company”) held on 29 May 2023, all the proposed resolutions as set out in the notice of the AGM dated 25 April 2023 (the “Notice”) were taken by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 300,000,000 shares, which was the total number of shares entitling the shareholders of the Company (the “Shareholders”) to attend and vote for or against the resolutions proposed at the AGM. To the best of the knowledge, information and belief of the board of directors (the “Board”) of the Company, and having made all reasonable enquiries, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No Shareholder was required to abstain from voting on any of the resolutions proposed at the AGM. There was no restriction on any Shareholders to cast votes on any of the resolutions proposed at the AGM and no Shareholder has indicated in the circular of the Company dated 25 April 2023 to vote against or abstain from voting on any of the resolutions proposed at the AGM.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM. All the resolutions proposed at the AGM were approved by the Shareholders. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2022.	132,792,851 (100%)	0 (0%)
2.	(a) To re-elect the following retiring directors of the Company:		
	(i) Mr. TENG Bing Sheng as an independent non-executive director;	132,792,851 (100%)	0 (0%)
	(ii) Mr. LIU Hanlin as an independent non-executive director; and	132,792,851 (100%)	0 (0%)
	(iii) Mr. GAN Weimin as an independent non-executive director.	132,792,851 (100%)	0 (0%)
	(b) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	132,792,851 (100%)	0 (0%)
3.	To re-appoint KPMG as the auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors of the Company to fix their remuneration.	132,792,851 (100%)	0 (0%)
4.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with shares not exceeding 20% of the total number of issued shares of the Company.	132,792,851 (100%)	0 (0%)
	(B) To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company.	132,792,851 (100%)	0 (0%)
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution No. 4(A) to issue additional shares by adding the number of shares repurchased under ordinary resolution no. 4(B).	132,792,851 (100%)	0 (0%)

Special Resolution		Number of votes (%)	
		For	Against
5.	To consider and approve the proposed amendments to the existing articles of association of the Company and to adopt the amended and restated articles of association of the Company in substitution for and the exclusion of, the existing articles of association of the Company.	132,792,851 (100%)	0 (0%)

As more than 50% of votes were cast in favour of each of the resolutions numbered 1 to 4, the resolutions numbered 1 to 4 were duly passed as ordinary resolutions of the Company. As not less than three-fourths of votes were cast in favour of the resolution numbered 5, the resolution numbered 5 was duly passed as special resolution of the Company.

The full text of all resolutions proposed at the AGM is set out in the Notice.

All directors of the Company attended the AGM, except that Mr. Teng Bing Sheng did not attend the AGM due to other work arrangement.

ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF ASSOCIATION

The Board is pleased to announce that pursuant to the above special resolution numbered 5, the articles of association of the Company has been amended pursuant to the proposed amendments with effect from 29 May 2023. Please refer to the circular of the Company dated 25 April 2023 for details of the proposed amendments. For the full text of the amended and restated articles of association of the Company, please refer to the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.litian.tv).

By Order of the Board
Litian Pictures Holdings Limited
Yuan Li
Chairman

Hong Kong, 29 May 2023

As at the date of this announcement, the Board comprises Mr. Yuan Li, Ms. Tian Tian and Ms. Fu Jieyun as executive directors, Mr. Yu Yang and Mr. Tang Zhiwei as non-executive directors and Mr. Teng Bing Sheng, Mr. Liu Hanlin and Mr. Gan Weimin as independent non-executive directors.