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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 JUNE 2023 AND ADOPTION OF NEW SHARE OPTION SCHEME

The Board is pleased to announce that all the resolutions proposed at the AGM were duly passed by way of poll.

The board of directors (the “**Board**”) of Central Wealth Group Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 8 June 2023 (the “**AGM**”) were duly passed by way of poll. The poll results of the AGM were as follows:

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2022.	5,227,506,272 (100.00%)	0 (0.00%)
2.	To re-elect Mr Chen Xiaodong as an executive director of the Company.	5,189,230,272 (99.27%)	38,276,000 (0.73%)
3.	To re-elect Ms Chen Jingxian as an executive director of the Company.	5,227,506,272 (100.00%)	0 (0.00%)
4.	To re-elect Mr Wu Ming as an independent non-executive director of the Company.	5,227,506,272 (100.00%)	0 (0.00%)
5.	To re-elect Ms Li Meifeng as an independent non-executive director of the Company.	5,227,506,272 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) <i>(Note (a))</i>	
		For	Against
6.	To authorize the board of directors of the Company to appoint additional directors as and when the board considers necessary and appropriate.	5,227,506,272 (100.00%)	0 (0.00%)
7.	To authorize the board of directors of the Company to fix the respective directors' remuneration.	5,227,506,272 (100.00%)	0 (0.00%)
8.	To re-appoint Moore Stephens CPA Limited as auditors of the Company and to authorize the board of directors of the Company to fix auditors' remuneration.	5,227,506,272 (100.00%)	0 (0.00%)
9.	To grant a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution (the " Buyback Mandate ").	5,227,506,272 (100.00%)	0 (0.00%)
10.	To grant a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution (the " Issuance Mandate ").	5,169,644,272 (98.89%)	57,862,000 (1.11%)
11.	Conditional upon the passing of resolutions nos. 9 and 10, to extend the Issuance Mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by adding the number of shares repurchased by the Company pursuant to and in accordance with the Buyback Mandate.	5,169,644,272 (98.89%)	57,862,000 (1.11%)
12.	To approve and adopt the new share option scheme and terminate the existing share option scheme of the Company.	5,168,860,272 (98.88%)	58,646,000 (1.12%)
13.	Conditional upon the passing of resolution no. 12, to approve and adopt the scheme mandate limit.	5,168,860,272 (98.88%)	58,646,000 (1.12%)
14.	Conditional upon the passing of resolution no. 12, to approve and adopt the service provider sublimit.	5,168,860,272 (98.88%)	58,646,000 (1.12%)
Special Resolution		Number of Votes (%) <i>(Note (a))</i>	
		For	Against
15.	To approve and adopt the new bye-laws of the Company.	5,226,722,272 (99.99%)	784,000 (0.01%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the resolutions nos. 1 to 14, these ordinary resolutions were duly passed. As more than 75% of the votes were cast in favour of the resolution no. 15, this special resolution was duly passed.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 16,757,250,461 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 16,757,250,461 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions 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 (the “**Listing Rules**”): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil
- (g) None of the shareholders of the Company have stated their intention in the Company’s circular dated 28 April 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) Executive Directors, namely Mr. Chen Xiaodong, Mr. Li Jing, Ms. Chen Jingxian, Mr. Yu Qingrui, Ms. Song Caini and Mr. Chen Hongjin; and independent non-executive Directors, namely Mr. Kwok Chi Kwong, Mr. Wu Ming and Ms. Li Meifeng, attend the AGM physically or electronically.

ADOPTION OF NEW SHARE OPTION SCHEME

The Board is also pleased to announce that, as set out above, the ordinary resolution approving the adoption of the new share option scheme, made in accordance with Chapter 17 of the Listing Rules and the principal terms of which are set out in the Company’s circular, was duly passed by the shareholders of the Company at the AGM.

By order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 8 June 2023

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

Executive Directors

Mr. Chen Xiaodong (*Chairman*)
Mr. Li Jing (*Chief Executive Officer*)
Ms. Chen Jingxian (*Vice Chairman*)
Mr. Yu Qingrui
Ms. Song Caini
Mr. Chen Hongjin

Independent Non-executive Directors

Mr. Kwok Chi Kwong
Mr. Wu Ming
Ms. Li Meifeng