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Solomon

SOLOMON WORLDWIDE HOLDINGS LIMITED

所羅門環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8133)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 9 JUNE 2023

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 9 June 2023.

POLL RESULTS OF ANNUAL GENERAL MEETING

References are made to notice of the annual general meeting (the “AGM”) and the circular (the “Circular”) of Solomon Worldwide Holdings Limited (the “Company”) dated 9 May 2023. Unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Circular.

The board (the “Board”) of directors (“Directors”) of the Company is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 9 June 2023.

The poll results in respect of all the resolutions at the AGM were as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements for the year ended 31 December 2022 and the report of the directors and the independent auditor’s report	43,352,360 (100%)	0 (0%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
2.	(A). (i) To re-elect Ms. Woo Lan Ying as executive Director	43,352,360 (100%)	0 (0%)
	(ii) To re-elect Mr. Shang Ruisen as executive Director	43,352,360 (100%)	0 (0%)
	(iii) To re-elect Mr. Au Sui Keung Albert as independent non-executive Director	43,352,360 (100%)	0 (0%)
	(B). To authorise the board of directors to fix the remuneration of directors	43,352,360 (100%)	0 (0%)
3.	To re-appoint Yongtuo Fuson CPA Limited as auditor of the Company for the ensuring year and to authorise the board of directors to fix the remuneration of auditor	43,352,360 (100%)	0 (0%)
4.	To grant a general mandate to the directors to allot and issue new ordinary shares of the Company (Ordinary Resolution No. 4 of the notice of the AGM)	43,352,360 (100%)	0 (0%)
5.	To grant a general mandate to the directors to repurchase ordinary shares of the Company (Ordinary Resolution No. 5 of the notice of the AGM)	43,352,360 (100%)	0 (0%)
6.	To extend the general mandate granted to the directors to issue new ordinary shares of the Company (Ordinary Resolution No. 6 of the notice of the AGM)	43,352,360 (100%)	0 (0%)
Special Resolution		For	Against
7.	To approve the Proposed Amendments (as defined in the Circular) and adopt the New Memorandum and Articles (as defined in the Circular) as the second amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with immediate effect after the close of the AGM and authorise any one director or company secretary or registered office provider of the Company to do all things necessary to give effect to the adoption of the New Memorandum and Articles*.	43,352,360 (100%)	0 (0%)

* For the full text of the proposed resolutions, please refer to the Notice as contained in the Circular.

As more than 50% of the votes were cast in favour of the Resolutions numbered 1, 2, 3, 4, 5, 6 at the AGM, such Resolutions were duly passed as an ordinary resolution of the Company. As more than 75% of the votes were cast in favour of the Resolution numbered 7 at the AGM, such Resolution was duly passed as a special resolution of the Company. Shareholders may refer to the Circular for details of the above resolutions proposed at the AGM.

As at the date of the AGM, the Company had 254,560,000 shares of HK\$0.08 each in issue, which was the total number of shares entitling the shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the GEM (the “**GEM Listing Rules**”) of the Stock Exchange and there were no shares requiring the holders to abstain from voting at the AGM under the GEM Listing Rules.

The independent non-executive Directors, Ms. Leung Shuk Lan and Ms. Yuen Wai Man attended the AGM physically. The executive Director, Ms. Woo Lan Ying attended the AGM by telephone conference. The executive Director, Mr. Shang Ruisen and the independent non-executive Director, Mr. Au Sui Keung Albert did not attend the AGM due to personal affairs.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Solomon Worldwide Holdings Limited
Woo Lan Ying
Chairman

Hong Kong, 9 June 2023

As at the date of this announcement, the executive Directors are Ms. Woo Lan Ying and Mr. Shang Ruisen, and the independent non-executive Directors are Ms. Leung Shuk Lan, Ms. Yuen Wai Man and Mr. Au Sui Keung Albert.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of GEM Securities on the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the website of the Company at www.solomon-worldwide.com.