

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



G-Resources Group Limited

國際資源集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1051)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 16 JUNE 2023 AT 10:00 A.M.**

The Board is pleased to announce that the AGM was held on 16 June 2023 at 10:00 a.m. and all the resolutions set out in the Notice were duly passed by the Shareholders by way of poll at the AGM.

References are made to the notice of the AGM (the “**Notice**”) and the circular of G-Resources Group Limited (the “**Company**”) both dated 27 April 2023 (the “**Circular**”) in relation to, among other things, (1) the receipt, consideration and adoption of the audited consolidated financial statements and reports of the directors of the Company (the “**Directors**”) and auditors of the Company for the year ended 31 December 2022; (2) the re-election of the Directors, (3) the authorisation to the board of Directors (the “**Board**”) to fix the remuneration of the Directors; (4) the declaration of final dividend of the Company for the year ended 31 December 2022; (5) the re-appointment of auditors of the Company and the authorisation to the Board to fix their remuneration; (6) the granting of a general mandate to the Directors to issue new shares of the Company (the “**Shares**”); (7) the granting of a general mandate to the Directors to repurchase Shares; (8) the extension of the general mandate granted to the Directors to issue Shares by the number of Shares repurchased; and (9) the adoption of the New Bye-laws. Terms used herein shall have the same meanings as defined in the Circular, unless the context otherwise requires.

Results of the AGM

The Board is pleased to announce that at the AGM, all the resolutions set out in the Notice were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of Shares in issue was 450,814,079 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on any of the resolutions at the AGM. No Shareholder was entitled to attend but was required to abstain from voting in favour under Rule 13.40 of the Listing Rules.

The Company's branch share registrar in Hong Kong, Union Registrars Limited, was appointed as scrutineer for the vote-taking at the AGM. Set out below are the poll results in respect of the resolutions proposed at the AGM:

<i>Ordinary Resolutions (Note 1)</i>		<i>Number of Shares voted and approximate percentage of total number of votes cast</i>	
		<i>For</i>	<i>Against</i>
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2022.	250,763,461 99.2950%	1,780,369 0.7050%
2.	(i) To re-elect Mr. Leung Oi Kin as a Director. (Note 2)	250,690,728 99.2662%	1,853,102 0.7338%
	(ii) To re-elect Mr. Lo Wa Kei, Roy as a Director. (Note 2)	250,399,523 99.1509%	2,144,307 0.8491%
3.	To authorise the Board to fix the remuneration of the Directors.	250,976,452 99.3794%	1,567,378 0.6206%
4.	To declare a final dividend of HK\$0.12 per Share for the year ended 31 December 2022.	252,509,205 99.9863%	34,625 0.0137%
5.	To re-appoint Messrs. Moore Stephens CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration.	252,509,205 99.9863%	34,625 0.0137%
6.	To grant a general mandate to the Directors to issue new Shares.	237,813,531 94.1672%	14,730,299 5.8328%
7.	To grant a general mandate to the Directors to repurchase Shares.	252,509,205 99.9863%	34,625 0.0137%
8.	To extend the general mandate granted to the Directors to issue Shares by the number of Shares repurchased.	239,346,284 94.7742%	13,197,546 5.2258%

<i>Special Resolution (Note 1)</i>		<i>Number of Shares voted and approximate percentage of total number of votes cast</i>	
		<i>For</i>	<i>Against</i>
9.	To approve the Proposed Amendments to the existing Bye-laws and the Company's adoption of the New Bye-laws.	250,976,452 99.3794%	1,567,378 0.6206%

Notes:

1. *The full text of the resolutions proposed at the AGM was set out in the Notice, a copy of which is also set out in the Circular.*
2. *The biographical details of Mr. Leung Oi Kin and Mr. Lo Wa Kei, Roy were set out in the Circular.*
3. *The attendance record of the Directors at the AGM was as follows:*
 - *Mr. Leung Oi Kin, Mr. Leung Wai Yiu, Malcolm and Mr. Lo Wa Kei, Roy attended in person; and*
 - *Ms. Li Zhongye, Cindy, Mr. Chen Gong and Mr. Martin Que Meideng attended by electronic means.*

As more than 50% of the votes were casted in favour of each of the above resolutions numbered 1 to 8, the resolutions numbered 1 to 8 proposed at the AGM were duly passed as ordinary resolutions of the Company by way of poll.

As more than 75% of the votes were casted in favour of the above resolution numbered 9, the resolution numbered 9 proposed at the AGM was duly passed as a special resolution of the Company by way of poll.

By Order of the Board
G-Resources Group Limited
Leung Oi Kin
Executive Director and Company Secretary

Hong Kong, 16 June 2023

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

- (i) Ms. Li Zhongye, Cindy as non-executive Director;*
- (ii) Mr. Leung Oi Kin and Mr. Leung Wai Yiu, Malcolm as executive Directors; and*
- (iii) Mr. Lo Wa Kei, Roy, Mr. Chen Gong and Mr. Martin Que Meideng as independent non-executive Directors.*

** For identification purpose only.*