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Superland Group Holdings Limited

德合集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 368)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 JUNE 2023

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

Reference is made to the circular (the “**Circular**”) of the annual general meeting (the “**AGM**”) of Superland Group Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the AGM dated 28 April 2023. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

At the AGM held on 19 June 2023, all the proposed resolutions as set out in the Notice were taken by way of poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Mr. Ng Chi Chiu and Ms. Zhao Haiyan Chloe, the executive Directors, attended the AGM in person while Mr. Chan Ming Yim, the non-executive Director; and Dr. Ho Chung Tai Raymond, Mr. Yip Chun On and Prof. Chau Kwong Wing, the independent non-executive Directors, attended the AGM by means of electronic facilities.

As at the date of the AGM, the total number of issued Shares was 800,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the Shareholders to abstain from voting at the AGM under the Listing Rules. No parties had indicated in the Circular that they intended to vote against or to abstain from voting on any resolutions at the AGM.

The Board is pleased to announce that all the resolutions proposed at the AGM were duly passed by the Shareholders by way of poll. The poll results in respect of each of the resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and auditor of the Company and its subsidiaries for the year ended 31 December 2022	601,224,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Chan Ming Yim as a non-executive Director	601,224,000 (100%)	0 (0%)
	(b) To re-elect Prof. Chau Kwong Wing as an independent non-executive Director	601,224,000 (100%)	0 (0%)
	(c) To authorise the board (the “ Board ”) of Directors to fix the Directors’ remuneration	601,224,000 (100%)	0 (0%)
3.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix its remuneration	601,224,000 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional ordinary share(s) of HK\$0.01 each in the share capital of the Company (the “ Shares ”) not exceeding 20% of the total number of the Shares in issue as at the date of this resolution	601,224,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of the Shares in issue as at the date of passing of this resolution	601,224,000 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors under resolution (4) above to allot and issue the Shares by the number of Shares repurchased by the Company under the mandate referred to in resolution (5) above	601,224,000 (100%)	0 (0%)
Special Resolution			
7.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the second amended and restated memorandum and articles of association of the Company	601,224,000 (100%)	0 (0%)

The full text of the resolutions above was set out in the Notice.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, the resolutions numbered 1 to 6 were duly passed as ordinary resolutions of the Company.

As not less than 75% of the votes were cast in favour of the special resolution, the resolution numbered 7 was duly passed as a special resolution of the Company.

By Order of the Board
Superland Group Holdings Limited
Ng Chi Chiu
Chairman, chief executive officer and executive Director

Hong Kong, 19 June 2023

As at the date of this announcement, the executive Directors are Mr. Ng Chi Chiu and Ms. Zhao Haiyan Chloe; the non-executive Director is Mr. Chan Ming Yim; and the independent non-executive Directors are Dr. Ho Chung Tai Raymond, Mr. Yip Chun On and Prof. Chau Kwong Wing.

Please also refer to the published version of this announcement on the Company's website at www.superland-group.com.