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TAYANG 大洋
TA YANG GROUP HOLDINGS LIMITED
大洋集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1991)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 29 JUNE 2023**

References are made to the circular (the “**Circular**”) of Ta Yang Group Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) both dated 28 April 2023, the supplemental circular of Company (the “**Supplemental Circular**”) and the supplemental notice of the AGM (the “**Supplemental Notice**”) both dated 13 June 2023. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

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

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

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries (the “Group”) and the reports of the directors (the “Director(s)”) and auditors of the Company for the year ended 31 December 2022	796,959,861 (99.7497%)	2,000,000 (0.2503%)
2.	(a) To re-elect Mr. Li Jiuhua as an executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
	(b) To re-elect Mr. Gao Feng as an executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
	(c) To re-elect Mr. Chan Tsun Hong Philip as a non-executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
	(d) To re-elect Mr. Gu Shixiang as a non-executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
	(e) To re-elect Ms. Wang Lina as an independent non-executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
	(f) To re-elect Mr. Zheng Changxing as an independent non-executive Director	796,959,861 (99.7497%)	2,000,000 (0.2503%)
3.	To authorize the board of Directors of the Company to fix the remuneration of the Directors	796,959,861 (99.7497%)	2,000,000 (0.2503%)
4.	To re-appoint Elite Partners CPA Limited as the auditors of the Company and authorise the board of Directors of the Company to fix their remuneration	796,959,861 (99.7497%)	2,000,000 (0.2503%)
5.	To approve granting the general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution	796,959,861 (99.7497%)	2,000,000 (0.2503%)
6.	To approve granting the general mandate to the Directors to buy-back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution	796,959,861 (99.7497%)	2,000,000 (0.2503%)
7.	To authorize the Directors to extend the general mandate to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company	796,959,861 (99.7497%)	2,000,000 (0.2503%)

Special Resolution		Number of Votes (%)	
		For	Against
8	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing amended and restated memorandum and articles of association of the Company (the “ Existing Memorandum and Articles of Association ”) and to adopt the second amended and restated memorandum and articles of association of the Company (the “ New Memorandum and Articles of Association ”) in substitution for and to the exclusion of the Existing Memorandum and Articles of Association with immediate effect after the close of the AGM and authorise any one director or company secretary of the Company to do all things necessary to implement the Proposed Amendments and the adoption of the New Memorandum and Articles of Association	796,959,861 (99.7497%)	2,000,000 (0.2503%)

Note: The full text of the above resolutions proposed at the AGM were set out in the Notice and Supplemental Notice.

As more than 50% of the votes were cast in favour of each of the proposed resolutions numbered 1 to 7 at the AGM, such resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the proposed resolution numbered 8, such resolution was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of the Shares in issue was 1,306,767,000 Shares, which entitled the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend the AGM and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting. No Shareholders had stated their intention in the Circular and the Supplemental Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company’s Directors, Mr. Li Jiuhua attended the AGM in person, and Ms. Shi Qi, Mr. Gu Shixiang, Mr. Chan Siu Tat, Mr. Hu Jiangbing, Ms. Wang Lina and Mr. Zheng Changxing attended the AGM by electronic means.

The Company's branch share registrar in Hong Kong, Union Registrars Limited, acted as the scrutineer for the purpose of vote-taking at the AGM.

By order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 29 June 2023

As at the date this announcement, the Board comprises three executive Directors, namely Ms. Shi Qi, Mr. Li Jiuhua and Mr. Gao Feng; three non-executive Directors, namely, Mr. Chan Tsun Hong Philip, Mr. Gu Shixiang and Mr. Han Lei; and four independent non-executive Directors, namely Mr. Chan Siu Tat, Mr. Hu Jiangbing, Ms. Wang Lina and Mr. Zheng Changxing.