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Unity Group Holdings International Limited
知行集團控股國際有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1539)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 18 JULY 2023**

The Board hereby announces that the proposed resolution as set out in the EGM Notice dated 28 June 2023 was duly passed by Shareholders at the EGM held on 18 July 2023 by way of poll.

Reference is made to the circular (the “**Circular**”) of Unity Group Holdings International Limited (the “**Company**”) and the notice (the “**EGM Notice**”) of the Extraordinary General Meeting (the “**EGM**”) of the Company both dated 28 June 2023. Unless otherwise defined, the terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

POLL RESULTS OF THE EGM

As at the date of the EGM, the total number of Shares in issue was 3,172,016,232. There were no shares entitling the holders to attend and abstain from voting in favour of the resolution at the EGM as set out in Rule 13.40 of the Listing Rules, there were no shares requiring the holders to abstain from voting at the EGM under the Listing Rules, and there were no shares voted at the EGM but excluded from calculating the poll results under the Listing Rules.

The Board is pleased to announce that the proposed resolution as set out in the EGM Notice were duly passed by the Shareholders by way of poll at the EGM. The poll results of the resolution proposed at the EGM are as follows:

ORDINARY RESOLUTION*		Number of votes cast and approximate percentage of total number of votes	
		For	Against
1.	<p>(a) To approve, confirm and ratify the convertible bond subscription agreement dated 9 June 2023 (the “Convertible Bond Subscription Agreement”) entered into between the Company and Asia Jit Capital Investment L.L.C. (the “Subscriber”) relating to the subscription by the Subscriber of the convertible bond (the “Convertible Bond”) in an aggregate principal amount of US\$15,000,000 to be issued by the Company upon and subject to the terms and conditions as set out therein and the transactions contemplated thereunder;</p> <p>(b) To approve the issue of Convertible Bond by the Company in accordance with the terms and conditions of the Convertible Bond;</p> <p>(c) To approve the allotment and issue of new ordinary shares of HK\$0.01 each in the share capital of the Company (the “Conversion Shares”) which may fall to be allotted and issued upon the exercise of the conversion right attaching to the Convertible Bond in accordance with the terms and conditions of the Convertible Bond;</p>	<p>1,871,662,519 (99.97%)</p>	<p>522,000 (0.03%)</p>

ORDINARY RESOLUTION*		Number of votes cast and approximate percentage of total number of votes	
		For	Against
(d)	To approve, conditional upon, among others, the listing committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Conversion Shares, the grant of a specific mandate to the directors of the Company (the “ Directors ”) to exercise the powers of the Company for the issue of Convertible Bond and the allotment and issue of the Conversion Shares in accordance with the terms and conditions of the Convertible Bond; and		
(e)	To authorise any one Director to do all such things and acts for the purposes of or in connection with the implementation of the Convertible Bond Subscription Agreement and the transactions contemplated thereunder.		

* *The full text of the ordinary resolution is set out in the EGM Notice.*

Tricor Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer at the EGM for the purpose of vote-taking. As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution at the EGM.

The Company's independent non-executive Directors, Mr. Chung Koon Yan, Mr. Cheung Yick Hung Jackie and Dr. Wong Chi Ying Anthony attended the EGM in person, whereas executive Director, Mr. Wong Man Fai Mansfield, non-executive Director, Mr. Tsang Sze Wai Claudius and independent non-executive Director, Mr. Tang Warren Louis, were unable to attend the EGM due to other work commitments.

By order of the Board
Unity Group Holdings International Limited
Wong Man Fai Mansfield
*Chairman, Chief Executive Officer and
Executive Director*

Hong Kong, 18 July 2023

As at the date of this announcement, the executive Director is Mr. Wong Man Fai Mansfield, the non-executive Director is Mr. Tsang Sze Wai Claudius; and the independent non-executive Directors are Mr. Chung Koon Yan, Mr. Cheung Yick Hung Jackie, Dr. Wong Chi Ying Anthony and Mr. Tang Warren Louis.

In case of inconsistency, the English text of this announcement shall prevail over its Chinese text.