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B & D Strategic Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1780)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 AUGUST 2023

The Board (the “**Board**”) of Directors (the “**Directors**”) is pleased to announce that all proposed resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 8 August 2023.

Reference is made to the circular (the “**Circular**”) and notice of the annual general meeting (the “**Notice of AGM**”) of B & D Strategic Holdings Limited (the “**Company**”) both dated 13 July 2023. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice of AGM.

RESULTS OF THE AGM

The Board is pleased to announce that at the annual general meeting of the Company held on 8 August 2023 (the “**AGM**”), all proposed resolutions (the “**Resolutions**”) as set out in the Notice of AGM were duly passed by the Shareholders by way of poll.

As at the date of the AGM, there were 620,000,000 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the AGM. No parties had indicated in the Circular of their intention to vote against or to abstain from voting on any of the Resolutions at the AGM.

Boardroom Share Registrars (HK) Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed to act as the scrutineer for the voting-taking at the AGM.

The poll results of the Resolutions were as follows:

Ordinary Resolutions <i>(Note)</i>		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and report of the Directors and the independent auditor of the Company and its subsidiaries for the year ended 31 March 2023	465,007,500 (100%)	0 (0%)
2.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board of Directors of the Company to fix their remuneration	465,007,500 (100%)	0 (0%)
3.	(a) To re-elect Mr. Lo Wing Hang (勞永亨) as an executive Director of the Company	465,007,500 (100%)	0 (0%)
	(b) To re-elect Ms. Li Yuen Shan (李婉珊) as an independent non-executive Director of the Company	465,007,500 (100%)	0 (0%)
	(c) To re-elect Mr. Chan Pui Hang Ian (陳沛恒) as an independent non-executive Director of the Company	465,007,500 (100%)	0 (0%)
4.	To authorise the Board of Directors of the Company to fix the remuneration of the Directors of the Company	465,007,500 (100%)	0 (0%)
5.	To grant a general and unconditional mandate to the Directors of the Company to allot, issue and deal with additional Shares of the Company for a total number of not exceeding 20% of the total number of issued Shares of the Company as at the date of passing the resolution	465,007,500 (100%)	0 (0%)

Ordinary Resolutions ^(Note)		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
6.	To grant a general and unconditional mandate to the Directors of the Company to repurchase Shares of the Company for a total number of not exceeding 10% of the total number of issued Shares of the Company as at the date of passing the resolution	465,007,500 (100%)	0 (0%)
7.	To extend the general and unconditional mandate granted to the Directors of the Company under resolution no. 5 above by a number representing the number of issued shares of the Company repurchased by the Company pursuant to general mandate under resolution no. 6 above (up to a maximum number equivalent to 10% of the number of the issued Shares of the Company as at the date of the passing of the said resolution no. 6)	465,007,500 (100%)	0 (0%)

Note: The above table only provides a summary of the Resolutions. Please refer to the Notice of AGM for full text of the Resolutions.

The Directors, namely Mr. Tang Wing Kwok, Mr. Lo Wing Hang, Mr. Yeung Tze Long, Mr. Chan Pui Hang Ian and Ms. Li Yuen Shan have attended the AGM either in persons or by electronic means.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 7, all such Resolutions were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

RE-APPOINTMENT OF DIRECTORS

Following the approval by the Shareholders at the AGM, Mr. Lo Wing Hang was re-appointed as an executive Director of the Company and each of Ms. Li Yuen Shan and Mr. Chan Pui Hang Ian was re-appointed as an independent non-executive Director of the Company.

Please refer to the Circular of the Company dated 13 July 2023 for the biographical details and other information of Mr. Lo Wing Hang, Ms. Li Yuen Shan and Mr. Chan Pui Hang Ian.

By Order of the Board
B & D Strategic Holdings Limited
Tang Wing Kwok
Chairman and Executive Director

Hong Kong, 8 August 2023

As at the date of this announcement, the Board comprises Mr. Tang Wing Kwok and Mr. Lo Wing Hang as executive Directors; and Mr. Yeung Tze Long, Mr. Chan Pui Hang Ian and Ms. Li Yuen Shan as independent non-executive Directors.