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Tree Holdings Limited
齊家控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8395)

**POLL RESULTS OF
THE ANNUAL GENERAL MEETING HELD ON 22 AUGUST 2023**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 22 August 2023 have been passed.

The board of directors (the “**Board**”) of Tree Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 22 August 2023 (the “**AGM**”) were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements, the report of the directors and the independent auditor’s report of the Company for the year ended 31 March 2023.	858,860,000 (100.00%)	0 (0.00%)
2.(a)(i)	To re-elect Mr. Bian Dahai as an executive director of the Company.	858,860,000 (100.00%)	0 (0.00%)
2.(a)(ii)	To re-elect Mr. Sit Hoi Wah Kenneth as an independent non-executive director of the Company.	858,860,000 (100.00%)	0 (0.00%)
2.(a)(iii)	To re-elect Mr. Tsang Wai Yin as an independent non-executive director of the Company.	858,860,000 (100.00%)	0 (0.00%)
2.(a)(iv)	To re-elect Mr. Yeung Man Chung Charles as an independent non-executive director of the Company.	858,860,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
2.(b)	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	858,860,000 (100.00%)	0 (0.00%)
3.	To re-appoint Grant Thornton Hong Kong Limited as the independent auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	858,860,000 (100.00%)	0 (0.00%)
4.	To grant a general and unconditional mandate to the directors of the Company to allot, issue, and deal with shares of the Company for an aggregate number not exceeding 20% of the number of the issued shares of the Company as at the date of the passing of this resolution.	858,860,000 (100.00%)	0 (0.00%)
5.	To grant a general and unconditional mandate to the directors of the Company to repurchase shares of the Company for a total number not exceeding 10% of the number of the issued shares of the Company as at the date of the passing of this resolution.	858,860,000 (100.00%)	0 (0.00%)
6.	To extend the general and unconditional mandate granted to the directors of the Company under resolution no.4 above by an amount representing the number of the issued shares of the Company repurchased by the Company pursuant to the general mandate under resolution no.5 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.5).	858,860,000 (100.00%)	0 (0.00%)
Special Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
7.	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association.	858,860,000 (100.00%)	0 (0.00%)

Special Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
8.	Subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from “Tree Holdings Limited” to “Qi-House Holdings Limited” and the Chinese name remain unchanged (the “Proposed Change of Company Name”) and that any one or more of the directors or the secretary of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents as he/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.	858,860,000 (100.00%)	0 (0.00%)
9.	Subject to the Proposed Change of Company Name becoming effective and with effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands, the existing memorandum and articles of association of the Company be amended by replacing all references therein to “Tree Holdings Limited” with “Qi-House Holdings Limited”; and that any one or more directors or the secretary of the Company be and is/are hereby authorised for and on behalf of the Company to execute all such documents and do all such acts and things as he/she may in his/her/they absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the foregoing.	858,860,000 (100.00%)	0 (0.00%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the resolutions no. 1 to 9, all such ordinary resolutions and special resolutions were duly passed.
- (c) The total number of shares of the Company in issue at the date of the AGM: 1,584,000,000 shares.

- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 1,584,000,000 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (f) The total number of shares of the Company that are required under the GEM Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 28 June 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) All Directors attended the AGM in person except Mr. Yeung Man Chung Charles attended the AGM by telephone and Mr. Bian Dahai and Mr. Tsang Wai Yin, who were not able to attend the AGM due to personal reason.

By order of the Board
Tree Holdings Limited
TONG Tang Joseph
Chairman and Chief Executive Officer

Hong Kong, 22 August 2023

As at the date of this announcement, the Board comprises Mr. TONG Tang Joseph, Ms. Mary Kathleen BABINGTON, and Mr. TSUI Wing Tak as the executive Directors; Mr. BIAN Dahai as the non-executive Director and Mr. YEUNG Man Chung Charles, Mr. TSANG Wai Yin, and Mr. SIT Hoi Wah Kenneth as the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and on the Company's website at www.treeholdings.com.