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VONGROUP LIMITED

黃河實業有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock code: 318)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 OCTOBER 2023

Reference is made to the circular of Vongroup Limited (the “Company”) dated 31 August 2023 (the “Circular”) and supplemental notice of Annual General Meeting (the “AGM”) date 6 October 2023 (the “Supplemental Notice”). Capitalised terms used herein shall have the same meanings as defined in the Circular and the Supplemental Notice, unless the context requires otherwise.

POLL RESULTS OF THE AGM

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

As at the date of the AGM, the Company has a total of 247,574,833 shares in issue, which was the total number of shares entitling holders to attend and vote for or against the resolutions proposed at the AGM. There were no shares entitling holders to attend but abstain from voting in favour of the resolutions proposed at the AGM, or to abstain from voting as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No holder of shares had indicated in the Circular containing the AGM Notice and the Supplemental Notice that he/she intended to vote against or to abstain from voting on the resolutions proposed at the AGM.

Tricor Tengis Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and Auditors for the year ended 30 April 2023	117,667,011 (100%)	0 (0%)
2.	(a) (i) To re-elect Vong Tat Ieong David as an executive director of the Company	117,667,011 (100%)	0 (0%)
	(ii) To re-elect Xu Siping as an executive director of the Company	117,667,011 (100%)	0 (0%)
	(b) To authorise the Board of Directors to fix the remuneration of the Directors of the Company	117,667,011 (100%)	0 (0%)
3.	To appoint Mazars CPA Limited as Auditors of the Company and to authorise the Board of Directors to fix their remuneration	117,667,011 (100%)	0 (0%)
4A.	To grant a general mandate to Directors to issue shares (Resolution A set out in item 4 of the Notice of AGM)	117,667,011 (100%)	0 (0%)
4B.	To grant a general mandate to the Directors to repurchase shares (Resolution B set out in item 4 of the Notice of AGM)	117,667,011 (100%)	0 (0%)
4C.	To extend the general mandate granted to the Directors to cover the shares repurchased by the Company (Resolution C set out in item 4 of the Notice of AGM)	117,667,011 (100%)	0 (0%)
5.	To re-elect Daphne Bontein da Rosa Gohel as an independent non-executive director of the Company	117,667,011 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the above resolution items 1 to 5, each resolution was duly passed by way of poll as an ordinary resolution.

Three directors, namely Vong Tat Ieong David, Fung Ka Keung David and Wong Man Ngar Edna attended the AGM, and other directors were unable to attend due to their business commitments.

By Order of the Board
Vongroup Limited
Po In San
Company Secretary

Hong Kong, 30 October 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Vong Tat Ieong David and Xu Siping; and four independent non-executive Directors, namely Daphne Bontein da Rosa Gohel, Fung Ka Keung David, Lam Lee G. and Wong Man Ngar Edna.

* *For identification purpose only*