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Edvantage Group Holdings Limited
中匯集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 0382)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 19 JANUARY 2024**

The Board announces that all the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the Extraordinary General Meeting.

The board of directors (the “**Board**”) of Edvantage Group Holdings Limited (the “**Company**”) is pleased to announce the poll results of the extraordinary general meeting of the Company (the “**Extraordinary General Meeting**”) held at Room 1102, 11/F, Wing On Plaza, 62 Mody Road, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 19 January 2024 at 5:00 p.m. (or immediately after the conclusion of the annual general meeting of the Company to be held on the same date at 4:30 p.m.). Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man attended the Extraordinary General Meeting in person whereas all the other Directors participated at the Extraordinary General Meeting by telephone.

Reference is made to the Company’s circular (the “**Circular**”) in connection with the Extraordinary General Meeting and notice of the Extraordinary General Meeting (the “**Notice**”) dated 4 January 2024 and the supplemental announcement in relation to form of proxy for use at the Extraordinary General Meeting dated 9 January 2024. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Extraordinary General Meeting, the voting on all the resolutions as set out in the Notice (the “**Resolutions**” and each a “**Resolution**”) was conducted by way of poll. The voting results in respect of the Resolutions proposed at the Extraordinary General Meeting were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.(a)&(b)	Subject to and conditional upon the Listing Committee of the Stock Exchange granting the approval for the listing of, and the permission to deal in, the Shares which may be issued in respect of the share options to be granted under the 2024 Share Option Scheme, to approve the adoption of the 2024 Share Option Scheme and the Scheme Mandate Limit, and to authorise the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2024 Share Option Scheme, as set out in items no. 1.(a) and (b) of the Notice.	810,762,183 (96.36%)	30,637,461 (3.64%)
1.(c)	To approve that, within the Scheme Mandate Limit, the number of Shares which may be issued in respect of all share options and share awards to be granted to the Service Providers under the 2024 Share Option Scheme and any other share schemes of the Company must not in aggregate exceed 1% of the total number of Shares in issue as at the date of passing of this resolution or the relevant date of approval of the refreshment of the Service Provider Sublimit, as set out in item no. 1.(c) of the Notice.	810,762,183 (96.36%)	30,637,461 (3.64%)
2.(a)&(b)	Subject to and conditional upon the Listing Committee of the Stock Exchange granting the approval for the listing of, and the permission to deal in, the Shares to be issued in respect of the awarded shares to be granted under the 2024 Share Award Scheme, to approve the adoption of the 2024 Share Award Scheme and the Scheme Mandate Limit, and to authorise the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2024 Share Award Scheme, as set out in items no. 2.(a) and (b) of the Notice.	810,762,183 (96.36%)	30,637,461 (3.64%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.(c)	To approve that, within the Scheme Mandate Limit, the number of Shares which may be issued in respect of all share options and share awards to be granted to the Service Providers under the 2024 Share Award Scheme and any other share schemes of the Company must not in aggregate exceed 1% of the total number of Shares in issue as at the date of passing of this resolution or the relevant date of approval of the refreshment of the Service Provider Sublimit, as set out in item no. 2.(c) of the Notice.	810,762,183 (96.36%)	30,637,461 (3.64%)
3.	Conditional upon Resolution no. 1 above being passed, to approve the termination of the 2019 Share Option Scheme as set out in item no. 3 of the Notice.	811,724,183 (96.47%)	29,675,461 (3.53%)
4.	Conditional upon Resolution no. 2 above being passed, to approve the termination of the 2019 Share Award Scheme as set out in item no. 4 of the Notice.	811,724,183 (96.47%)	29,675,461 (3.53%)

Please refer to the Notice for the full text of the Resolutions proposed at the Extraordinary General Meeting.

As more than 50% of the votes were cast in favour of each of the above Resolutions, each of the Resolutions was duly passed as an ordinary resolution at the Extraordinary General Meeting.

The total number of issued Shares as at the date of the Extraordinary General Meeting was 1,141,814,113 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all Resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour at the Extraordinary General Meeting as set out in rule 13.40 of the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed Resolutions at the Extraordinary General Meeting. No person was required under the Listing Rules to abstain from voting on the Resolutions proposed at the Extraordinary General Meeting and no party has stated its intention in the Circular to vote against or to abstain from voting the Resolutions proposed at the Extraordinary General Meeting.

As at the date of the Extraordinary General Meeting, the total number of the Company's issued Shares was 1,141,814,113, with reference to which each of the Scheme Mandate Limit under Resolution no. 1.(a)&(b) and Resolution no. 2.(a)&(b), and the Service Provider Sublimit under Resolution no. 1.(c) and Resolution no. 2.(c), will be determined. Accordingly, the Scheme Mandate Limit under Resolution no. 1.(a)&(b) and Resolution no. 2.(a)&(b) shall be 114,181,411 Shares, and the Service Provider Sublimit under Resolution no. 1.(c) and Resolution no. 2.(c) shall be 11,418,141 Shares.

Link Market Services (Hong Kong) Pty Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as the scrutineer for counting of votes at the Extraordinary General Meeting.

By order of the Board
Edvantage Group Holdings Limited
Liu Yung Chau
Chairman and Executive Director

Hong Kong, 19 January 2024

As at the date of this announcement, the executive Directors are Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man, the non-executive Director is Mr. Liu Yung Kan; and the independent non-executive Directors are Mr. Xu Gang, Mr. O'Yang Wiley and Mr. Li Jiatong.