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AMASSE CAPITAL
寶 積 資 本

Amasse Capital Holdings Limited

寶積資本控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8168)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL
MEETING AND ANNUAL GENERAL MEETING
HELD ON 7 FEBRUARY 2024;
AND
AMENDMENTS TO THE EXISTING AMENDED AND
RESTATED ARTICLES OF ASSOCIATION AND ADOPTION OF
THE FOURTH AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION**

Reference is made to (i) the circular (the “**EGM Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of Amasse Capital Holdings Limited (the “**Company**”) both dated 9 January 2024, in relation to the proposed amendments to the Articles of Association and the adoption of the Fourth Amended and Restated Memorandum and Articles of Association; and (ii) the circular (the “**AGM Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) both dated 29 December 2023 in relation to the AGM. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the EGM Circular and AGM Circular.

RESULT OF THE EGM

At the EGM held on 7 February 2024, the proposed special resolution (the “**Special Resolution**”) as set out in the EGM Notice was duly passed by way of poll. The poll result of the Special Resolution is as follow:

Special Resolution*	Number of Votes (%)	
	For	Against
To approve the adoption of the fourth amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company.	563,148,550 (100%)	0 (0%)

* The full text of the Special Resolution is set out in the EGM Notice.

RESULT OF THE AGM

At the AGM held on 7 February 2024, the proposed ordinary resolutions (the “**Ordinary Resolutions**”) as set out in the AGM Notice were duly passed by way of poll. The poll result of the Ordinary Resolutions are as follow:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and auditor of the Company for the year ended 30 September 2023.	563,148,550 (100%)	0 (0%)
2.	(a) To re-elect Ms. Huang Min as an executive Director.	563,148,550 (100%)	0 (0%)
	(b) To re-elect Ms. Tse Fung Sum Flora as an executive Director.	563,148,550 (100%)	0 (0%)
	(c) To re-elect Mr. Li Wing Sum Steven as an independent non-executive Director.	563,148,550 (100%)	0 (0%)
	(d) To authorize the board of Directors of the Company to fix the Directors’ remuneration.	563,148,550 (100%)	0 (0%)
3.	To re-appoint CWK CPA Limited as auditor of the Company and to authorize the Board to fix its remuneration.	563,148,550 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with unissued shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	563,148,550 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	563,148,550 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares not exceeding the aggregate number of the shares repurchased by the Company pursuant to the general mandate granted under ordinary resolution no. 5.	563,148,550 (100%)	0 (0%)

** The full text of the Ordinary Resolutions are set out in the AGM Notice.*

As at the date of the EGM and the AGM, the number of issued shares of the Company was 1,100,000,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote on (i) the Special Resolution of the EGM; and (ii) the Ordinary Resolutions of the AGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Special Resolution at the EGM or the Ordinary Resolutions at the AGM as set out in Rule 17.47A of GEM Listing Rule; and no Shareholders were required under the GEM Listing Rules to abstain from voting on the Special Resolution at the EGM or the Ordinary Resolutions at the AGM. No Shareholders have stated his/her/its intention in the EGM Circular or the AGM Circular to vote against or to abstain from voting on the Special Resolution at the EGM or the Ordinary Resolutions at the AGM (as the case may be).

As all of the votes were cast in favour of the Special Resolution, the Special Resolution was duly passed at the EGM.

As all of the votes were cast in favour of each of the Ordinary Resolutions, all of the Ordinary Resolutions were duly passed at the AGM.

Save for Dr. Yu Yuen Ping, being an independent non-executive Director, all Directors attended the EGM in person or by way of electronic means.

All Directors attended the AGM in person or by way of electronic means.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM and the AGM.

AMENDMENTS TO THE EXISTING AMENDED AND RESTATED ARTICLES OF ASSOCIATION AND ADOPTION OF THE FOURTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board is pleased to announce that, as set out above, the special resolution approving the adoption of the Fourth Amended and Restated Memorandum and Articles of Association was duly passed by the Shareholders at the EGM. The Fourth Amended and Restated Memorandum and Articles of Association will take effect immediately from the conclusion of the EGM, full text of which will be published on the websites of the Company (www.amasse.com.hk) and the Stock Exchange (www.hkexnews.hk).

On behalf of the Board of
Amasse Capital Holdings Limited
Lam Ting Lok
Executive Director and CEO

Hong Kong, 7 February 2024

As at the date of this announcement, the executive Directors are Ms. Huang Min, Mr. Lam Ting Lok, Mr. Lo Mun Lam Raymond, Ms. Tse Fung Sum Flora and Ms. Tsang Kwong Wan; the independent non-executive Directors are Mr. Cheung Pak To, BBS, Mr. Li Wing Sum Steven and Dr. Yu Yuen Ping.

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 “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its posting and will also be published on the Company’s website at www.amasse.com.hk.