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Virtual Mind Holding Company Limited
天機控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1520)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2024**

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Virtue Mind Holding Company Limited (the “**Company**”) both dated 4 June 2024. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that at the AGM held on 26 June 2024, all the proposed resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions	Number of Votes (approximate %)	
	For	Against
1. To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditor for the year ended 31 December 2023	482,287,132 (100%)	0 (0%)
2. Each as a separate resolution, to re-elect the following Directors:		
2.1 Mr. CHAN Ming Leung Terrence as an executive Director	482,287,132 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
2.2	Mr. GONG Xiaohan as an executive Director	482,287,132 (100%)	0 (0%)
2.3	Mr. WONG Wai Kai Richard as an executive Director	482,287,132 (100%)	0 (0%)
2.4	Mr. TANG Shu Pui Simon as an independent non-executive Director	482,287,132 (100%)	0 (0%)
3.	To authorise the Board to fix the Directors' remuneration	482,287,132 (100%)	0 (0%)
4.	To re-appoint BDO Limited as the auditor of the Company and to authorize the Board to fix its remuneration	152,287,132 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to issue new shares up to 20%	482,287,132 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10%	482,287,132 (100%)	0 (0%)
7.	To extend the general mandate to issue new shares by adding the number of shares repurchased	482,287,132 (100%)	0 (0%)
8.	To adopt the Share Award Scheme	482,287,132 (100%)	0 (0%)

As all of the votes were cast in favour of each of the ordinary resolutions put forward to the Shareholders, all the ordinary resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares was 2,495,276,324, which was also the number of Shares entitling the holders thereof to attend and vote for or against the resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the resolutions of the AGM. There were no Shares entitling the holders thereof 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. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

All directors, namely Mr. Li Yang, Ms. Tin Yat Yu Carol, Mr. Chan Ming Leung Terence, Mr. Gong Xiaohan, Mr. Wong Wai Kai Richard, Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Ms. Lo Wing Sze *BBS, JP*, attended the AGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Virtual Mind Holding Company Limited
Li Yang
Chairman & Executive Director

Hong Kong, 26 June 2024

As at the date of this announcement, the executive directors of the Company are Mr. Li Yang, Ms. Tin Yat Yu Carol, Mr. Chan Ming Leung Terence, Mr. Gong Xiaohan and Mr. Wong Wai Kai Richard; and the independent non-executive directors of the Company are Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Ms. Lo Wing Sze BBS, JP.