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SHEUNG YUE GROUP HOLDINGS LIMITED

上諭集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1633)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 19 AUGUST 2022

Reference is made to the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Sheung Yue Group Holdings Limited (the “**Company**”) dated 20 July 2022. Terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the resolutions (the “**Proposed Resolutions**”) proposed at the AGM of the Company held on 19 August 2022 were duly passed by the Shareholders of the Company by way of poll. The poll results were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors and the independent auditors of the Company for the year ended 31 March 2022	495,007,800 (100%)	0 (0%)
2.	(a) To re-elect Mr. Chan Lap Wai Gary as executive director of the Company	495,007,800 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Lap Chuen Edmond as executive director of the Company	495,007,800 (100%)	0 (0%)
	(c) To authorize the board of directors of the Company to fix the remuneration of directors	495,007,800 (100%)	0 (0%)
3.	To re-appoint Messrs. Elite Partners CPA Limited as auditors of the Company and to authorize the board of directors of the Company to fix the auditors’ remuneration for the ensuing year	495,007,800 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To give a general mandate to the directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company (ordinary resolution in item No. 4 of the notice of annual general meeting)	495,007,800 (100%)	0 (0%)
5.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (ordinary resolution in item No. 5 of the notice of annual general meeting)	495,007,800 (100%)	0 (0%)
6.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of shares repurchased by the Company (ordinary resolution in item No. 6 of the notice of annual general meeting)	495,007,800 (100%)	0 (0%)
Special Resolution		Number of Votes (%)	
		For	Against
7.	To amend the amended and restated memorandum and articles of association of the Company in the manner as set out in the circular of the Company dated 20 July 2022 (the “Circular”) and to adopt the second amended and restated memorandum and articles of association of the Company with immediate effect after the close of the annual general meeting (special resolution in item No. 7 of the notice of annual general meeting)	495,007,800 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions (Nos. 1-6), all of them were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the Proposed Resolution (No. 7), it was duly passed as special resolution of the Company.

All Directors attended the AGM in person.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 684,750,000 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 684,750,000 shares. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and there were no holders of shares that are required under the Listing Rules to abstain from voting at the AGM.

Tricor Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as scrutineer for the poll at the AGM.

By order of the Board of
Sheung Yue Group Holdings Limited
Chan Lap Wai Gary
Chairman

Hong Kong, 19 August 2022

As at the date of this announcement, the Board comprises Mr. Chan Lap Wai Gary (Chairman), Mr. Chan Lap Chuen Edmond, Ms. Chan Chin Ying Amanda as executive Directors, and Mr. Li Hon Hung, BBS, MH, JP, Mr. Cheng Chi Hung and Mr. Wong Yip Kong as independent non-executive Directors.