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SITOY GROUP HOLDINGS LIMITED

時代集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1023)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 21 NOVEMBER 2022**

The Board is pleased to announce that all the ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll.

Reference is made to the circular (the “**Circular**”) of Sitoy Group Holdings Limited (the “**Company**”) dated 21 October 2022. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

Pursuant to Rule 13.39(5) of the Listing Rules, the board of directors (the “**Board**”) is pleased to announce that the following ordinary resolutions as set out in the notice of the Annual General Meeting dated 21 October 2022 were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 21 November 2022:

| Ordinary Resolutions | | Number of votes (%)* | |
|----------------------|---|----------------------------|----------------------|
| | | For | Against |
| 1 | To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries, the report of the Directors and the independent auditors’ report of the Company for the year ended 30 June 2022 | 706,975,595 (99.9772%) | 161,000 (0.0228%) |
| 2 | To declare a final dividend of HK4 cents per Share and a special dividend of HK2 cents per Share for the year ended 30 June 2022 | 707,136,595 (100.0000%) | 0 (0.0000%) |

| Ordinary Resolutions | | Number of votes (%)* | |
|----------------------|---|----------------------------|-------------------------|
| | | For | Against |
| 3 | (a) To re-elect the following Directors, each as separate resolution: | | |
| | (i) Dr. Yeung Wo Fai as executive Director | 706,915,595 (99.9687%) | 221,000 (0.0313%) |
| | (ii) Mr. Yeung Andrew Kin as executive Director | 706,915,595 (99.9687%) | 221,000 (0.0313%) |
| | (iii) Mr. Lung Hung Cheuk as independent non-executive Director | 690,699,595 (97.6756%) | 16,437,000 (2.3244%) |
| | (b) To authorise the Board to fix the Directors' remuneration | 690,920,595 (97.7068%) | 16,216,000 (2.2932%) |
| 4 | To re-appoint Ernst & Young as auditors of the Company and authorise the Board to fix their remuneration | 707,136,595 (100.0000%) | 0 (0.0000%) |
| 5 | (1) To grant a general and unconditional mandate to the Directors to repurchase Shares in the Company not exceeding 10% of the total number of issued Shares of the Company as at the date of the passing of the relevant resolution | 707,136,595 (100.0000%) | 0 (0.0000%) |
| | (2) To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with additional Shares in the Company not exceeding 20% of the total number of issued Shares of the Company as at the date of the passing of the relevant resolution | 685,988,595 (97.0093%) | 21,148,000 (2.9907%) |
| | (3) Conditional upon resolutions No. 5(1) and 5(2) being passed, the general and unconditional mandate granted to the Directors to allot, issue or otherwise deal with additional Shares of the Company pursuant to resolution No. 5(2) be extended by the addition thereto of the number of Shares of the Company repurchased by the Company under the authority granted pursuant to resolution No. 5(1) | 685,988,595 (97.0093%) | 21,148,000 (2.9907%) |

* All percentages are rounded to 4 decimal places.

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company at the Annual General Meeting.

As at the date of the Annual General Meeting, the total number of Shares in issue was 965,430,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on any of the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules and there were no Shares entitling the Shareholders to attend and vote only against any of the resolutions at the Annual General Meeting. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the Annual General Meeting.

All the Directors, namely Mr. Yeung Michael Wah Keung, Dr. Yeung Wo Fai and Mr. Yeung Andrew Kin, Dr. Lau Kin Shing, Charles, Mr. Yeung Chi Tat, Mr. Kwan Po Chuen, Vincent and Mr. Lung Hung Cheuk attended the Annual General Meeting.

Union Registrars Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the Annual General Meeting.

By Order of the Board
Sitoy Group Holdings Limited
Yeung Michael Wah Keung
Chairman

Hong Kong, 21 November 2022

As at the date of this announcement, the executive Directors are Mr. Yeung Michael Wah Keung, Dr. Yeung Wo Fai and Mr. Yeung Andrew Kin; the non-executive Director is Dr. Lau Kin Shing, Charles; and the independent non-executive Directors are Mr. Yeung Chi Tat, Mr. Kwan Po Chuen, Vincent and Mr. Lung Hung Cheuk.