

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**TK Group (Holdings) Limited**

**東江集團(控股)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2283)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2023**

References are made to the notice of annual general meeting (the “**AGM Notice**”) and the circular of TK Group (Holdings) Limited (the “**Company**”) dated 28 April 2023. The board of directors (the “**Board**”) of the Company is pleased to announce that all the proposed resolutions as set out in the AGM Notice were duly passed by the shareholders (the “**Shareholders**”) of the Company by way of poll at the annual general meeting of the Company held on 31 May 2023 (the “**AGM**”). The poll results in respect of the resolutions are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b> <i>(Note (a))</i>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 and the reports of the directors and auditor of the Company for the year ended 31 December 2022.	726,437,224 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK8.6 cents per share for the year ended 31 December 2022.	726,437,224 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Li Pui Leung as an executive director of the Company (the “ <b>Director</b> ”).	617,570,441 (85.01%)	108,866,783 (14.99%)
4.	To re-elect Dr. Chung Chi Ping Roy as an independent non-executive Director.	726,437,224 (100.00%)	0 (0.00%)

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b> <i>(Note (a))</i>	
		<b>For</b>	<b>Against</b>
5.	To re-elect Mr. Tsang Wah Kwong as an independent non-executive Director.	723,179,224 (99.55%)	3,258,000 (0.45%)
6.	To authorise the Board to fix the remuneration of the Directors.	682,327,441 (93.93%)	44,109,783 (6.07%)
7.	To re-appoint PricewaterhouseCoopers as the Company's auditor and to authorise the Board of Directors to fix the auditor's remuneration.	726,021,224 (99.94%)	416,000 (0.06%)
8.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate number of the issued shares of the Company as at the date of passing this resolution.	648,053,400 (89.21%)	78,383,824 (10.79%)
9.	To grant a general mandate to the Directors to repurchase the shares of the Company not exceeding 10% of the aggregate number of the issued shares of the Company as at the date of passing this resolution.	726,021,224 (99.94%)	416,000 (0.06%)
10.	Conditional upon the passing of resolutions nos. 8 and 9, to extend the general mandate granted to the Directors to issue, allot and deal with shares of the Company by the number of shares repurchased pursuant to the general mandate granted under resolution no. 9.	589,792,400 (81.19%)	136,644,824 (18.81%)
<b>Special Resolution</b>		<b>Number of Votes (%)</b> <i>(Note (a))</i>	
		<b>For</b>	<b>Against</b>
11.	To amend the memorandum and articles of association of the Company in the manner as set out in the circular of the Company dated 28 April 2023 with immediate effect after the close of the Meeting and that the Directors be and are hereby authorized to do all things necessary to implement the adoption of the amended and restated memorandum and articles of association of the Company.	721,712,024 (99.35%)	4,725,200 (0.65%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the above resolutions nos. 1 to 10, resolutions nos. 1 to 10 were duly passed as ordinary resolutions. As not less than three-fourths of the votes were cast in favour of the special resolution no. 11, the special resolution no.11 was duly passed as a special resolution.
- (c) The total number of shares of the Company in issue as at the date of AGM: 833,260,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 833,260,000 shares.
- (e) The total number of shares of the Company entitling the holder 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**”): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company’s circular dated 28 April 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) All of the Directors attended the AGM in person or by electronic means.
- (i) The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**TK Group (Holdings) Limited**  
**Li Pui Leung**  
*Chairman*

Hong Kong, 31 May 2023

*As at the date of this announcement, the executive Directors are Mr. Li Pui Leung, Mr. Yung Kin Cheung Michael, Mr. Lee Leung Yiu and Mr. Cheung Fong Wa; and the independent non-executive Directors are Dr. Chung Chi Ping Roy, Miss Christine Wan Chong Leung and Mr. Tsang Wah Kwong.*