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祈福生活服務
CLIFFORD MODERN LIVING

CLIFFORD MODERN LIVING HOLDINGS LIMITED

祈福生活服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3686)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 18 DECEMBER 2024

The Proposed Resolutions as set out in the EGM Notice were passed by the Independent Shareholders and the Shareholders (as the case may be) by way of poll at the EGM held on 18 December 2024.

Reference is made to the circular (“**Circular**”) and the notice (“**EGM Notice**”) convening the extraordinary general meeting (“**EGM**”) of Clifford Modern Living Holdings Limited (“**Company**”), both dated 22 November 2024, in relation to, among other things, 2024 MTA No.1, the 2024 MCSAs and the transactions contemplated thereunder (including the respective proposed annual caps thereof).

Capitalised terms used herein shall, unless the context requires otherwise, have the same respective meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the proposed ordinary resolutions (“**Proposed Resolutions**”) as set out in the EGM Notice were passed by the Independent Shareholders and the Shareholders (as the case may be) by way of poll at the EGM held on 18 December 2024 (“**EGM Date**”).

As at the EGM Date, 1,015,750,000 Shares were in issue. As mentioned in the Circular, Ms. Wendy Man and her associates were required to abstain from voting at the EGM in respect of all the Proposed Resolutions. As at the EGM Date, Ms. Wendy Man, directly and indirectly through her solely-owned company (namely Elland Holdings Limited) held an aggregate of 741,170,000 Shares, representing approximately 72.97% of the entire issued share capital of the Company. Save for Ms. Wendy Man and her associates, no other Shareholders were required to abstain from voting in respect of the Proposed Resolutions at the EGM. Accordingly, as at the EGM Date, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Proposed Resolutions was 274,580,000.

As at the EGM Date, there were no (a) treasury shares held by the Company (including any treasury shares held or deposited with CCASS) and as such no voting rights of treasury shares were exercised at the EGM; and (b) repurchased shares which are pending cancellation and should therefore be excluded from the total number of issued Shares entitling the Independent Shareholders to attend and vote on the Proposed Resolutions at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules, and no Shareholders had indicated in the Circular that they intended to vote against the Proposed Resolutions at the EGM.

There were no Shareholders who were entitled to attend and vote only against the Proposed Resolutions at the EGM.

Apart from Ms. Wendy Man and Mr. HO Cham who were unable to attend the EGM due to other business engagements, all the remaining Directors, namely, Ms. HO Suk Mee, Mr. LIU Xing, Ms. LIANG Yuhua, Ms. LAW Elizabeth and Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung) had attended the EGM in person or through electronic means.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the Proposed Resolutions considered at the EGM are set out below:

Ordinary Resolutions (Note 1)		Number of votes (%) (Note 2)	
		For	Against
1.	To approve, ratify and confirm 2024 MTA No.1 and the transactions contemplated thereunder and the proposed annual caps for each of the years ending 31 December 2025, 31 December 2026 and 31 December 2027 relating thereto and associated matters.	138,360,263 (100%)	0 (0%)
2.	To approve, ratify and confirm 2024 MCSA No.1 and the transactions contemplated thereunder and the proposed annual caps for each of the years ending 31 December 2025, 31 December 2026 and 31 December 2027 relating thereto and associated matters.	138,360,263 (100%)	0 (0%)
3.	To approve, ratify and confirm 2024 MCSA No.2 and the transactions contemplated thereunder and the proposed annual caps for each of the years ending 31 December 2025, 31 December 2026 and 31 December 2027 relating thereto and associated matters.	138,360,263 (100%)	0 (0%)

Notes:

1. The full text of each of the above Proposed Resolutions is set out in the EGM Notice.
2. The number of votes and the related percentage of votes cast as shown in the table above are based on the total number of issued Shares held by the Independent Shareholders and the Shareholders (as the case may be) who exercised their voting rights at the EGM in person or by proxy or corporate representative.

As all of the votes were cast in favour of all of the Proposed Resolutions, all of the Proposed Resolutions were unanimously passed as ordinary resolutions of the Company.

By order of the Board
Clifford Modern Living Holdings Limited
HO Suk Mee
Executive Director

Hong Kong, 18 December 2024

As at the date of this announcement, the board of directors of the Company comprises Ms. MAN Lai Hung, Ms. HO Suk Mee and Mr. LIU Xing as executive Directors; Ms. LIANG Yuhua as non-executive Director; and Ms. LAW Elizabeth, Mr. HO Cham and Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung) as independent non-executive Directors.