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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 15 FEBRUARY 2023

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

The board of directors (the “**Board**”) of Central Wealth Group Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the special general meeting of the Company held on 15 February 2023 (the “**SGM**”) were duly passed by way of poll. The poll results of the SGM were as follows:

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
1.	To approve, confirm and ratify the Sale and Purchase Agreement A (as defined in the circular of the Company dated 20 January 2023 (the “ Circular ”)) and the transactions contemplated; and to authorise any director (the “ Directors ”) for and on behalf of the Company to execute all such other documents, instruments and agreements (whether under common seal or not) and to do all such acts or things which they consider necessary, desirable or expedient to give effect to the Sale and Purchase Agreement A and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.	5,452,103,015 (99.85%)	8,414,000 (0.15%)

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
2.	To approve, confirm and ratify the Sale and Purchase Agreement B (as defined in the Circular) and the transactions contemplated; and to authorise any director for and on behalf of the Company to execute all such other documents, instruments and agreements (whether under common seal or not) and to do all such acts or things which they consider necessary, desirable or expedient to give effect to the Sale and Purchase Agreement B and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.	5,452,103,015 (99.85%)	8,414,000 (0.15%)
3.	To approve, confirm and ratify the Sale and Purchase Agreement C (as defined in the Circular) and the transactions contemplated; and to authorise any director for and on behalf of the Company to execute all such other documents, instruments and agreements (whether under common seal or not) and to do all such acts or things which they consider necessary, desirable or expedient to give effect to the Sale and Purchase Agreement C and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.	5,452,103,015 (99.85%)	8,414,000 (0.15%)
4.	To re-elect Mr. Li Jing as an executive Director and to authorise the Board to fix his remuneration.	5,460,517,015 (100.00%)	0 (0.00%)
5.	To re-elect Mr. Lin Guoyan as an independent non-executive Director and to authorise the Board to fix his remuneration.	5,460,517,015 (100.00%)	0 (0.00%)

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 SGM in person or by proxy.
- (b) The full text of the resolutions is set out in the notice of the SGM dated 20 January 2023.
- (c) As all the votes were cast in favour of each of the resolutions nos. 1 to 5, all such ordinary resolutions were duly passed.

- (d) The total number of shares of the Company in issue as at the date of the SGM: 16,293,850,461 shares.
- (e) The total number of shares of the Company entitling the holders to attend and vote on the resolutions nos. 1 to 3 at the SGM: 15,411,879,145 shares. The total number of shares of the Company entitling the holder to attend and vote on resolutions nos. 4 and 5 at the SGM: 16,293,850,461 shares.
- (f) The total number of shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the SGM 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.
- (g) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the SGM: 881,971,316 shares (regarding resolutions nos. 1 to 3).
- (h) Future World Holdings Limited and its associates have stated their intention in the Circular to abstain from voting on resolutions nos. 1 to 3 at the SGM and have done so accordingly. None of the other shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the SGM.
- (i) The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the SGM.
- (j) Executive Directors, namely Mr. Chen Xiaodong, Ms. Chen Jingxian, Mr. Li Jing, Mr. Yu Qingrui, Ms. Song Caini and Mr. Chen Hongjin; and independent non-executive Directors, namely Mr. Kwok Chi Kwong, Mr. Wu Ming and Mr. Lin Guoyan, attended the SGM physically or electronically.

By order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 15 February 2023

As at the date of this announcement, the Board comprises the following directors:

Executive Directors

Mr. Chen Xiaodong (*Chairman*)
 Ms. Chen Jingxian (*Vice Chairman*)
 Mr. Li Jing (*Chief Executive Officer*)
 Mr. Yu Qingrui
 Ms. Song Caini
 Mr. Chen Hongjin

Independent Non-executive Directors

Mr. Kwok Chi Kwong
 Mr. Wu Ming
 Mr. Lin Guoyan