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## **INTERNATIONAL GENIUS COMPANY**

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

**(Stock Code: 33)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING IN RELATION TO HELD ON 21 JUNE 2024**

Reference is made to the circular of International Genius Company (the “**Company**”) dated 4 June 2024 (the “**Circular**”) in relation to (i) the Proposed Refreshment of General Mandate, (ii) the Proposed Termination of Existing Share Option Scheme and Adoption of the New Share Option Scheme, and (iii) the Proposed Share Premium Reduction. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the proposed resolutions (the “**Resolutions**”) set out in the notice of the extraordinary general meeting of the Company (the “**EGM**”) dated 4 June 2024 (the “**Notice**”) were voted by way of poll at EGM.

As at the date of the EGM, the total number of issued shares of the Company was 558,245,104 Shares.

Pursuant to Rule 13.36(4) of the Listing Rules, the approval of the Proposed Refreshment of General Mandate will be subject to independent shareholder’s approval at a general meeting of the Company. Any controlling shareholders and their associates or, where there are no controlling shareholders, directors (excluding independent non-executive directors) and the chief executive of the issuer and their respective associates shall abstain from voting in favour of the resolution numbered 1 to approve the Refreshment of General Mandate.

To the best knowledge, belief and information of the Directors having made all reasonable enquiries, Dr. Ng Yu and Neo Tech Inc., a company wholly and beneficially owned by Dr. Ng Yu, are the controlling Shareholders of the Company, and held 244,800 Shares and 390,821,084 Shares respectively. Accordingly, Dr. Ng Yu and Neo Tech Inc., together with their associates are required to abstain from voting in favour of the resolution numbered 1 regarding the Refreshment of General Mandate and a total of 391,065,884 Shares will abstain from voting in favour of the resolution numbered 1 pursuant to Rule 13.36(4) of the Listing Rules.

Accordingly, the total number of Shares entitling the holders to attend and vote on the resolution numbered 1 at the EGM was 167,179,220 Shares; while the total number of Shares entitling the holders to attend and vote on the resolutions 2 to 4 at the EGM was 558,245,104 Shares.

Except as disclosed above, there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the EGM and there were no Shares requiring the holders to abstain from voting at the EGM. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on any resolutions at the EGM.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)	
		FOR	AGAINST
1.	To grant a general mandate to the Directors to issue new shares of the Company.	25,071,398 (100.00%)	0 (0.00%)
2.	To approve the addition of the aggregate number of shares of the Company bought back under the authority granted pursuant to the resolution as set out in the notice convening the annual general meeting in 2023 to the aggregate number of shares of the Company that may be issued pursuant to resolution numbered 1 as set out in the notice of the Extraordinary General Meeting.	309,745,282 (100.00%)	0 (0.00%)
3.	(a) To approve and adopt the proposed new share option scheme of the Company as described in the circular of the Company dated 4 June 2024 (the “ <b>New Share Option Scheme</b> ”) (a printed copy of which being tabled before the meeting and initialled by the chairman of the meeting for the purposes of identification) and that the Directors be authorised to grant options thereunder and (subject to the Listing Committee of the Stock Exchange granting approval of the listing of, and permission to deal in the Shares to be allotted) to allot and issue Shares pursuant to the New Share Option Scheme and take all such steps as may be necessary or desirable to implement the New Share Option Scheme.	309,745,282 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)	
		FOR	AGAINST
(b)	To approve that the total number of shares in the capital of the Company which may be issued upon the exercise of all options to be granted under the New Share Option Scheme and all options and awards to be granted under any other schemes of the Company must not in aggregate exceed 10% of the total number of shares in issue in the capital of the Company (excluding Treasury Shares, if any) as at the date on which adoption of the New Share Option Scheme was approved by the shareholders of the Company (the “ <b>Adoption Date</b> ”) (the “ <b>Scheme Mandate Limit</b> ”) or the relevant date of approval of the refreshment of the Scheme Mandate Limit.	309,745,282 (100.00%)	0 (0.00%)
(c)	To approve the termination of, conditional upon the New Share Option Scheme becoming effective, the existing share option scheme of the Company as adopted on 26 June 2017 (the “ <b>Existing Share Option Scheme</b> ”) upon the New Share Option Scheme coming into effect (without prejudice to the rights and benefits of and attached to any outstanding options which have been granted under the New Share Option Scheme prior to the date hereof (if any)).	309,745,282 (100.00%)	0 (0.00%)
4.	To approve the Share Premium Reduction (of which the full text of Resolution 4 is set out in the Notice).	309,745,282 (100.00%)	0 (0.00%)

*The full text of the above resolutions is set out in the Notice.*

As more than 50% of the votes were cast in favour of the resolutions numbered 1 to 4, the said resolutions were therefore duly passed as ordinary resolutions of the Company at the EGM.

All the Directors attended the EGM in person or by electronic means.

By Order of the Board of  
**International Genius Company**  
**Mr. Cheung Ka Fai**  
*Company Secretary*

Hong Kong, 21 June 2024

*As at the date of this announcement, (i) the executive Director of the Company is Dr. He Xiaobin; (ii) the non-executive Director of the Company is Mr. Dai Chengyan; and (iii) the independent non-executive Directors of the Company are Mr. Lo Hang Fong, Mr. Wang Jun Sheng and Mr. Yip Tze Wai Albert.*