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**NAGACORP**  
金界控股有限公司

**NAGACORP LTD.**

**金界控股有限公司**

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

**(Stock code: 3918)**

## **POLL RESULTS OF THE 2020 ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of NagaCorp Ltd. (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 24 April 2020 (the “**2020 AGM**”) as set out in the notice of the 2020 AGM dated 23 March 2020 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

As at the date of the 2020 AGM, there were a total of 4,341,008,041 issued shares of the Company (the “**Shares**”) entitling the holders to attend and vote for or against all the proposed resolutions at the 2020 AGM. There were no Shares entitling the holders to attend and abstain from voting in favour at the 2020 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**”).

There were no Shares requiring the holders to abstain from voting on the proposed resolutions at the 2020 AGM under the Listing Rules. No Shareholders have stated their intention in the Company’s circular dated 23 March 2020 to vote against or abstain from voting on any of the proposed resolutions at the 2020 AGM.

The branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed and acted as the scrutineer for the vote-taking at the 2020 AGM.

The poll results in respect of all the resolutions proposed at the 2020 AGM are set out as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes</b>	
		<b>(approximate %)<sup>(Note 1)</sup></b>	
		<b>For</b>	<b>Against</b>
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ <b>Directors</b> ”) and independent auditor for the year ended 31 December 2019 (the “ <b>Year</b> ”).	3,673,229,848 (99.999999%)	20 (0.000001%)

Ordinary Resolutions		Number of Votes (approximate %) <sup>(Note 1)</sup>	
		For	Against
2.	To approve the payment of a final dividend in respect of the Year.	3,673,109,861 (99.996678%)	122,020 (0.003322%)
3.	i. To re-elect Mr. Timothy Patrick McNally as a non-executive Director.	3,540,856,785 (96.396223%)	132,375,096 (3.603777%)
	ii. To re-elect Mr. Philip Lee Wai Tuck as an executive Director.	3,647,936,585 (99.311362%)	25,295,283 (0.688638%)
4.	To re-elect Mr. Lim Mun Kee, who has served the Company for more than nine years, as an independent non-executive Director.	3,602,703,531 (98.079937%)	70,528,350 (1.920063%)
5.	To authorise the Board to fix the Directors' remuneration for the year ending 31 December 2020.	3,623,681,448 (98.668016%)	48,918,433 (1.331984%)
6.	To re-appoint BDO Limited as the independent auditor of the Company and to authorise the Board to fix its remuneration.	3,672,333,861 (99.975552%)	898,020 (0.024448%)
7(A).	To give a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares. <sup>(Note 2)</sup>	3,361,601,328 (91.606754%)	307,998,553 (8.393246%)
7(B).	To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of the issued Shares. <sup>(Note 2)</sup>	3,671,905,861 (99.981103%)	694,020 (0.018897%)
7(C).	Subject to the passing of Ordinary Resolution Nos. 7(A) and (B), to extend the authority given to the Directors pursuant to Ordinary Resolution No. 7(A) to issue Shares by adding the number of issued Shares repurchased under Ordinary Resolution No. 7(B). <sup>(Note 2)</sup>	3,463,475,876 (94.366677%)	206,756,005 (5.633323%)

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

Notes:

1. The number of votes and approximate percentage of total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2020 AGM in person, by authorised representative or by proxy.
2. The summary herein is for reference only. For details, please refer to the full text of the relevant resolution set out in the Notice.

By Order of the Board  
**NagaCorp Ltd.**  
**Lam Yi Lin**  
Company Secretary

Hong Kong, 24 April 2020

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

*Executive Directors*

Tan Sri Dr Chen Lip Keong, Philip Lee Wai Tuck and Chen Yiy Fon

*Non-executive Director*

Timothy Patrick McNally

*Independent Non-executive Directors*

Lim Mun Kee, Michael Lai Kai Jin and Leong Choong Wah

*This poll results announcement is published on the Company's website at [www.nagacorp.com](http://www.nagacorp.com) and the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).*