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南旋控股有限公司
NAMESON HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1982)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 AUGUST 2022**

At the annual general meeting (“AGM”) of Nameson Holdings Limited (the “Company”) held on 26 August 2022, all the proposed ordinary resolutions and special resolution as set out in the notice of the AGM dated 25 July 2022 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of votes cast (% of votes cast)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 March 2022.	1,711,727,081 100.00%	0 0.00%
2.	To declare a final dividend of 1.5 HK cents per share for the year ended 31 March 2022.	1,711,727,081 100.00%	0 0.00%
3.	(a) To re-elect Mr. Wong Wai Yue as an executive director of the Company;	1,711,493,081 99.99%	234,000 0.01%
	(b) To re-elect Mr. Wong Ting Chun as an executive director of the Company; and	1,711,727,081 100.00%	0 0.00%
	(c) To re-elect Ms. Fan Chiu Fun, Fanny as an independent non-executive director of the Company.	1,711,727,081 100.00%	0 0.00%
4.	To authorise the board of directors (the “Board”) to fix the remuneration of the directors of the Company (the “Directors”).	1,711,727,081 100.00%	0 0.00%

Ordinary Resolutions		Number of votes cast (% of votes cast)	
		For	Against
5.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the Board to fix their remuneration.	1,711,727,081 100.00%	0 0.00%
6.	(1) To approve a general mandate to the Directors to issue shares of the Company not exceeding 20 per cent of the number of issued shares of the Company as at the date of passing this resolution.	1,700,017,081 99.32%	11,710,000 0.68%
	(2) To approve a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent of the number of issued shares of the Company as at the date of passing this resolution.	1,711,727,081 100.00%	0 0.00%
	(3) To extend the general mandate granted to the Directors to allot, issue and deal with new shares not exceeding the number of shares repurchased by the Company.	1,700,017,081 99.32%	11,710,000 0.68%
Special resolution			
7.	(a) To approve Proposed Amendments as set out in Appendix III to the circular of the Company dated 25 July 2022 be approved; (b) the adoption of the Amended and Restated Articles in substitution for and to the exclusion of the existing Articles with immediate effect after the close of the AGM be and is hereby approved; and (c) that the Directors be and are hereby authorised to do all things necessary to implement the adoption of the Amended and Restated Articles, including but not limited to the execution of any and all documents and attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong as may be necessary in connection therewith.	1,711,727,081 100.00%	0 0.00%

Note: Please refer to the notice of the AGM dated 25 July 2022 for the full text of the resolutions nos. 6. (1) to (3) and 7.

All directors of the Company attended the AGM in person or by electronic means.

As at the date of the AGM, the total number of issued shares in the Company entitling the holders to attend and vote for or against any of the proposed resolutions at the AGM was 2,279,392,000 shares. There were no shares entitling the holders to attend and abstain from voting in favour 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”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders has stated their intention in the Company’s circular dated 25 July 2022 to vote against or to abstain from voting on any of the resolutions at the AGM.

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to no. 6, such resolutions were duly passed as ordinary resolutions at the AGM.

As more than 75% of the votes were cast in favour of the resolution no. 7, such resolution was duly passed as a special resolution at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board of
Nameson Holdings Limited
Mr. Wong Wai Yue
Chairman

26 August 2022

As at the date of this announcement, the Board comprises Mr. Wong Wai Yue (Chairman), Mr. Man Yu Hin (Chief executive officer), Mr. Wong Ting Chun and Mr. Li Po Sing, as executive directors of the Company; Ms. Fan Chiu Fun, Fanny GBM, GBS, JP, Mr. Kan Chung Nin, Tony SBS, JP, Mr. Fan Chun Wah, Andrew JP and Mr. Ip Shu Kwan, Stephen GBS, JP, as independent non-executive directors of the Company.