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TCL ELECTRONICS HOLDINGS LIMITED

TCL 電子 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01070)

(the “Company”)

(1) POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 20 MAY 2024 AND (2) RETIREMENT OF DIRECTOR

POLL RESULTS AT THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all of the proposed ordinary resolutions as set out in the Notice were duly passed at the AGM held on 20 May 2024.

RETIREMENT OF DIRECTOR

The Board hereby announces that Mr. LI Yuhao retired from office as a non-executive Director with effect from the conclusion of the AGM held on 20 May 2024.

Reference is made to the notice (“**Notice**”) of the annual general meeting (“**AGM**”) and the circular of the Company (“**Circular**”) both dated 26 April 2024. Unless otherwise defined, terms used herein shall have the same meaning as those defined in the Circular.

At the AGM held on 20 May 2024, the voting on all proposed resolutions (the “**Resolutions**” and each a “**Resolution**”) as set out in the Notice was conducted by way of poll. The Hong Kong branch share registrar and transfer office of the Company, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The Board is pleased to announce that the poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTION(S)		Number of votes (%)	
		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (“ Director(s) ”) and the independent auditor of the Company (“ Auditor ”) for the year ended 31 December 2023.	1,549,900,924 (99.65%)	5,398,777 (0.35%)
2.	To declare a final dividend of HK16.00 cents per ordinary share of the Company for the year ended 31 December 2023 to be paid out of the share premium account to the shareholders of the Company whose names appear on the register of members of the Company on 9 July 2024, Tuesday.	1,555,299,691 (99.99%)	10 (0.01%)
3.	To re-appoint Messrs. Ernst & Young as the Auditor and authorise the board of Directors to fix its remuneration.	1,540,888,764 (99.07%)	14,410,937 (0.93%)
4.(a)	To re-elect Ms. DU Juan as an executive Director.	1,505,419,187 (96.95%)	47,281,514 (3.05%)
4.(b)	To re-elect Mr. PENG Pan as an executive Director.	1,490,880,839 (96.02%)	61,819,862 (3.98%)
4.(c)	To re-elect Mr. ZHANG Shaoyong as an executive Director.	1,547,681,541 (99.51%)	7,618,160 (0.49%)
4.(d)	To re-elect Mr. LAU Siu Ki as an independent non-executive Director.	1,408,943,903 (90.74%)	143,756,798 (9.26%)
5.	To authorise the board of Directors to fix the Directors’ remuneration.	1,553,360,681 (99.88%)	1,939,020 (0.12%)
6.	To grant the general mandate to the Directors to issue or otherwise deal with unissued shares of the Company (the “ General Mandate ”) as set out in item 6 of the Notice.	1,414,229,876 (91.08%)	138,470,825 (8.92%)
7.	To grant the repurchase mandate to the Directors to repurchase the shares of the Company (the “ Repurchase Mandate ”) as set out in item 7 of the Notice.	1,553,090,691 (99.86%)	2,209,010 (0.14%)
8.	To extend the General Mandate by the number of shares of the Company repurchased by the Company under the prevailing Repurchase Mandate as set out in item 8 of the Notice.	1,414,863,866 (91.12%)	137,836,835 (8.88%)

Please refer to the Notice for the full text of the Resolutions proposed at the AGM. As at 13 May 2024 (i.e. the record date for the AGM): (i) the total number of issued Shares was 2,512,146,648; and (ii) the Trustees held a total of 70,788,349 restricted shares of the Company pursuant to the 2008 Share Award Scheme and 13,972,000 awarded shares of the Company pursuant to the 2023 Share Award Scheme (which collectively represents approximately 3.37% of the total number of issued Shares as at 13 May 2024).

According to the terms of the scheme rules of the 2008 Share Award Scheme and 2023 Share Award Scheme and the relevant trust deeds, the Trustees shall not exercise any voting rights in respect of any Shares held under the trusts in respect of the sub-schemes under the 2008 Share Award Scheme or 2023 Share Award Scheme (as the case may be). Thus, no grantees of the aforesaid outstanding restricted shares and/or awarded shares of the Company will be entitled to exercise, or cause the Trustees to exercise, any voting rights in respect of such restricted shares and/or awarded shares of the Company.

Hence, the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM was 2,512,146,648; given that 84,760,349 of which were held by the Trustees, the actual number of Shares which gave rise to voting rights at the AGM was 2,427,386,299.

Save as aforementioned, there was no restriction on any Shareholders to cast votes on any of the Resolutions at the AGM, and no parties had stated their intention in the Circular to vote against any of the Resolutions or to abstain from voting at the AGM, and there were no (i) Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM, nor (ii) Shares of holders that are required under the Listing Rules to abstain from voting.

As more than 50% of the valid votes were cast in favour of each of the above Resolutions (with Resolutions No. 4(a) to 4(d) each as a separate Resolution), each of the Resolutions was duly passed as an ordinary resolution of the Company by way of poll at the AGM.

As at the date of the AGM, the total number of the Company's issued Shares was 2,512,146,648, with reference to which each of the General Mandate under Resolution No. 6 and the Repurchase Mandate under Resolution No. 7 will be determined accordingly.

As at the date of the AGM, the Board comprised 8 Directors, six of them, namely Mr. PENG Pan, Mr. SUN Li, Mr. LI Yuhao, Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki, attended the AGM in person or by electronic means. The remaining two Directors, namely Ms. DU Juan and Mr. ZHANG Shaoyong, did not attend the AGM due to other pre-arranged business commitments.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

As stated in the Circular, Mr. LI Yuhao shall retire from office as a non-executive Director with effect from the conclusion of the AGM and would not offer himself for re-election to focus on his other career development and work arrangements. Accordingly, Mr. LI Yuhao retired from office as a non-executive Director with effect from the conclusion of the AGM held on 20 May 2024.

Mr. LI Yuhao has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. LI Yuhao for his valuable contributions to the Company during his tenure of service as Director.

On behalf of the Board
DU Juan
Chairperson

Hong Kong, 20 May 2024

As at the date of this announcement, the Board comprises Ms. DU Juan, Mr. ZHANG Shaoyong, Mr. PENG Pan and Mr. SUN Li as executive Directors, Mr. LI Yuhao as a non-executive Director and Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive Directors.