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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”)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 NOVEMBER 2024

The Board is pleased to announce that all the Resolutions as set out in the Notice were duly passed at the EGM held on 28 November 2024.

Reference is made to the notice (the “**Notice**”) of the extraordinary general meeting (“**EGM**”) and the circular (“**Circular**”) of the Company both dated 6 November 2024 in relation to (i) the Revised 2024 Sale Annual Cap; and (ii) the Non-exempt Transactions. Unless otherwise specified, terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on 28 November 2024, the voting on all proposed resolutions (the “**Resolution(s)**”) 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 of the vote-taking at the EGM.

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 approve, confirm and ratify the Revised 2024 Sale Annual Cap (as defined in the Circular) as set out in the ordinary resolution No. 1 of the Notice.	321,411,044 (100.00%)	0 (0.00%)
2.	To approve, confirm and ratify the Master Sale and Purchase (2025-2027) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 2 of the Notice.	321,411,044 (100.00%)	0 (0.00%)
3.	To approve, confirm and ratify the Master Services (2025-2027) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 3 of the Notice.	321,411,044 (100.00%)	0 (0.00%)
4.	To approve, confirm and ratify the Master Financial (2025-2027) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 4 of the Notice.	173,479,605 (53.97%)	147,931,439 (46.03%)
5.	To approve, confirm and ratify the Master Brand Promotion (2025-2027) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 5 of the Notice.	321,411,044 (100.00%)	0 (0.00%)
6.	To approve, confirm and ratify the Master Photovoltaic (2025-2027) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 6 of the Notice.	321,411,044 (100.00%)	0 (0.00%)

Please refer to the Notice for the full text of the Resolutions proposed at the EGM. As at the record date of the EGM (being 22 November 2024), there were a total of 2,520,935,155 Shares in issue, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM.

In view of the interests of TCL Industries Holdings in the Revised 2024 Sale Annual Cap and the Agreements as stated in the Circular, TCL Industries Holdings and TCL Associates were required to abstain and had abstained from voting on each of the Resolutions. As at the record date of the EGM, TCL Industries Holdings, through its wholly-owned subsidiary T.C.L. Industries (H.K.), indirectly held 1,374,856,288 Shares.

According to the terms of the scheme rules of the restricted share award scheme adopted by the Company on 6 February 2008 (as amended from time to time) (the “**2008 Share Award Scheme**”) and the share award scheme adopted by the Company at the extraordinary general meeting of the Company on 3 November 2023 (the “**2023 Share Award Scheme**”) and the relevant trust deeds, the trustee(s) appointed by the Company for the trusts in respect of the sub-schemes under the 2008 Share Award Scheme or the 2023 Share Award Scheme (as the case may be) (the “**Trustee(s)**”) 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 each of the Resolutions at the EGM was 1,146,078,867; given that 97,478,875 of which were held by the Trustees, the actual number of Shares which gave rise to voting rights at the EGM was 1,048,599,992.

Save as aforementioned, there was no restriction on any Shareholders to cast votes on any of the Resolutions at the EGM and no parties had stated their intention in the Circular to vote against any of the Resolutions or to abstain from voting at the EGM, and there were no (i) Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM, 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 Resolutions, each of the Resolutions was duly passed as an ordinary resolution of the Company.

As at the time of the EGM, the Board comprised seven Directors. Three of them, namely Mr. PENG Pan, Dr. TSENG Shieng-chang Carter and Mr. LAU Siu Ki, attended the EGM in person or by electronic means. The remaining four Directors did not attend the EGM due to other pre-arranged business commitments.

On behalf of the Board
TCL Electronics Holdings Limited
DU Juan
Chairperson

Hong Kong, 28 November 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 and Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive Directors.