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SOUNDWILL HOLDINGS LIMITED

金朝陽集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 878)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 MAY 2022

At the annual general meeting of Soundwill Holdings Limited (the “**Company**”) held on 26 May 2022 (the “**AGM**”), a poll was demanded by the chairman of the meeting for voting on all proposed resolutions as set out in the notice of AGM dated 25 April 2022 (the “**Resolutions**”). Except for Madam Foo Kam Chu Grace was unable to attend the AGM due to other business arrangement, all directors of the Company attended the AGM in person.

The board of directors of the Company (the “**Board**”) is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company by way of a poll at the AGM. The poll results in respect of the Resolutions are as follows:

		Number of Votes (%)	
Ordinary Resolutions		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries (the “ Group ”) and the reports of the directors and independent auditor for the year ended 31 December 2021.	213,683,552 (99.96%)	93,504 (0.04%)
2.	To declare a final dividend for the year ended 31 December 2021.	213,777,006 (99.99%)	50 (0.01%)
3.	A To re-elect Mr. TSE Wai Hang as an executive director of the Company	213,616,741 (99.93%)	160,315 (0.07%)
	B To re-elect Mr. CHAN Kai Nang as an independent non-executive director of the Company.	213,654,241 (99.94%)	122,815 (0.06%)
	C To re-elect Mr. NG Chi Keung as an independent non-executive director of the Company.	213,654,464 (99.94%)	122,592 (0.06%)

* For identification purpose only

	D To authorise the board of directors to fix the remuneration of the directors of the Company (the “ Directors ”).	213,776,956 (99.99%)	100 (0.01%)
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants as auditor of the Company and to authorise the Board to fix their remuneration.	213,777,006 (99.99%)	50 (0.01%)
5.*	A To grant a general mandate to the Directors to repurchase the Company’s shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	213,762,521 (99.99%)	14,535 (0.01%)
	B To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	210,566,803 (98.50%)	3,210,253 (1.50%)
	C To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of shares repurchased by the Company.	210,566,753 (98.50%)	3,210,303 (1.50%)

* The full text of Resolution 5 is set out in the notice of AGM.

As at the date of the AGM, the total number of issued shares of the Company was 283,308,635, which was the total number of shares entitling the holders to attend and vote for or against all the Resolutions at the AGM.

There were no shares entitling the holders to attend and abstain from voting in favour of the Resolutions 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**”) and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed and present as the scrutineer for the vote-taking at the AGM.

By Order of the Board
SOUNDWILL HOLDINGS LIMITED
Foo Kam Chu Grace
Chairman

Hong Kong, 26 May 2022

As at the date of this announcement, the Board of Directors of the Company comprises (i) Executive Directors: Foo Kam Chu Grace, Chan Wai Ling, Chan Hing Tat and Tse Wai Hang; and (ii) Independent Non-Executive Directors: Chan Kai Nang, Pao Ping Wing and Ng Chi Keung.