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MADISON

— G R O U P —

Madison Holdings Group Limited

麥迪森控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8057)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 16 AUGUST 2019**

Reference is made to the circular (the “**AGM Circular**”) of the Company and the notice (the “**AGM Notice**”) of the AGM dated 28 June 2019. Capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular unless otherwise defined herein.

The Board is pleased to announce that at the AGM held at 28/F, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong on Friday, 16 August 2019 at 10:00 a.m., all the proposed resolutions as set out in the AGM Notice were duly passed by way of poll.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

The poll results for the resolutions are as follows:

Ordinary Resolutions proposed at the AGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To consider, receive and adopt the audited consolidated financial statements and the reports of the directors (the “ Directors ”) of the Company and the Company’s auditors for the year ended 31 March 2019.	2,751,516,163 (100%)	0 (0%)	2,751,516,163
2.	(I) (a) To re-elect Mr. Ting Pang Wan Raymond as an executive Director;	2,750,004,163 (99.95%)	1,512,000 (0.05%)	2,751,516,163
	(b) To re-elect Mr. Zhou, Francis Bingrong as an executive Director;	2,750,004,163 (99.95%)	1,512,000 (0.05%)	2,751,516,163
	(c) To re-elect Mr. Ip Cho Yin <i>J.P.</i> as a non-executive Director; and	2,748,740,163 (99.96%)	976,000 (0.04%)	2,749,716,163
	(d) To re-elect Dr. Lau Reimer, Mary Jean as an independent non-executive Director.	2,751,516,163 (100%)	0 (0%)	2,751,516,163
	(II) To authorise the board (the “ Board ”) of Directors to fix the Directors’ remuneration.	2,751,516,163 (100%)	0 (0%)	2,751,516,163
3.	To re-appoint SHINEWING (HK) CPA Limited as the Company’s auditors and to authorise the Board to fix their remuneration.	2,748,740,163 (99.90%)	2,776,000 (0.10%)	2,751,516,163
4.	To give a general mandate to the Directors to allot, issue and deal with the Company’s shares.	2,748,740,163 (99.90%)	2,776,000 (0.10%)	2,751,516,163
5.	To grant a general mandate to the Directors to repurchase the Company’s shares.	2,751,516,163 (100%)	0 (0%)	2,751,516,163
6.	To add the total number of shares repurchased by the Company under the repurchase mandate granted under resolution numbered 5 to the issue mandate granted to the Directors under resolution numbered 4.	2,748,740,163 (99.90%)	2,776,000 (0.10%)	2,751,516,163

The description of the resolutions above is by way of summary only. The full text appears in the AGM Notice.

As at the date of the AGM:

- (a) The total number of the issued Shares and entitling the Shareholders to attend and vote for or against the resolutions at the AGM was 5,192,726,898 Shares.
- (b) There was no Shares which entitled the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 17.47A of the GEM Listing Rules.
- (c) None of the Shareholders have stated their intention in the AGM Circular to vote against any of the resolutions at the AGM.
- (d) None of the Shareholder is required under the GEM Listing Rules to abstain from voting on any of the resolutions at the AGM.

As more than 50% of the votes were cast in favour of the resolutions, the resolutions were duly passed as ordinary resolutions of the Company at the AGM.

By order of the Board
Madison Holdings Group Limited
Ting Pang Wan Raymond
Chairman and Executive Director

Hong Kong, 16 August 2019

As at the date of this announcement, the executive Directors are Mr. Ting Pang Wan Raymond, Mr. Zhu Qin, Mr. Zhou, Francis Bingrong and Ms. Kuo Kwan; the non-executive director is Mr. Ip Cho Yin J.P.; and the independent non-executive Directors are Ms. Fan Wei, Mr. Chu Kin Wang Peleus and Dr. Lau Reimer, Mary Jean.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least seven days from the date of its posting and the Company's website at <http://www.madison-group.com.hk>.