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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 EXTRAORDINARY GENERAL MEETING HELD ON 23 FEBRUARY 2021

The Board is pleased to announce that the ordinary resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on Tuesday, 23 February 2021.

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of Madison Holdings Group Limited (the “**Company**”) both dated 3 February 2021 in relation to, among others, the refreshment of the Current General Mandate. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on Tuesday, 23 February 2021.

As at the date of the EGM, the total number of issued Shares was 6,231,272,277.

Pursuant to the GEM Listing Rules, the refreshment of the Current General Mandate shall be subject to the Independent Shareholders’ approval by way of passing an ordinary resolution at the EGM at which any of the controlling Shareholders and their respective associates, or where there are no controlling Shareholders, Directors (excluding independent non-executive Directors) and the chief executives and all their respective associates shall abstain from voting in favour of the resolutions approving the refreshment of the Current General Mandate.

As disclosed in the Circular, Royal Spectrum is a controlling Shareholder and accordingly, Royal Spectrum and its associates were required to abstain, and had abstained, from voting on the Resolutions at the EGM.

Save as disclosed above, no Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders had indicated in the Circular their intention to vote against or abstain from voting on the Resolutions at the EGM.

Accordingly, there were 3,744,355,550 Shares entitling the Independent Shareholders to attend and vote for or against the Resolutions at the EGM.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The poll results of the EGM in respect of the Resolutions are as follows:

ORDINARY RESOLUTIONS <i>(Note)</i>		Number of votes <i>(approximate % of total number of votes cast)</i>	
		For	Against
1.	To approve the refreshment of the Current General Mandate to issue, allot and otherwise deal with the Shares.	972,221,849 (100%)	0 (0%)
2.	To add the number of Shares repurchased by the Company to the mandate granted to the Directors under resolution no.1.	972,221,849 (100%)	0 (0%)

Note: Please refer to the Notice for full text of the Resolutions.

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

By order of the Board
Madison Holdings Group Limited
Ji Zuguang
Chairman and non-executive Director

Hong Kong, 23 February 2021

As at the date of this announcement, the executive Directors are Ms. Kuo Kwan and Mr. Zhang Li; the non-executive Directors are Mr. Ip Cho Yin J.P. and Mr. Ji Zuguang; 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 Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.madison-group.com.hk.