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Lapco Holdings Limited

立高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8472)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 5 MAY 2023

At the annual general meeting of Lapco Holdings Limited (the “**Company**”) held on 5 May 2023 (the “**AGM**”), all the resolutions set out in the notice of AGM of the Company dated 30 March 2023 (the “**Notice of AGM**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The board of directors (the “**Directors**”) of the Company is pleased to announce that all the proposed ordinary resolutions (the “**Proposed Ordinary Resolutions**”) and the proposed special resolution (the “**Proposed Special Resolution**”, together with the Proposed Ordinary Resolutions, the “**Proposed Resolutions**”) set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on Friday, 5 May 2023.

As at the date of the AGM, there were 400,000,000 issued shares of the Company (the “**Shares**”) entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”).

None of the Shareholders was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the AGM. None of the Shareholders has stated in the Company’s circular dated 30 March 2023 (the “**Circular**”) his intention to vote against or to abstain from voting on any of the Proposed Resolutions at the AGM.

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

All the Directors including the executive Director, Mr. Tam Yiu Shing, Billy, and the independent non-executive Directors, Mr. Mak Kwok Kei and Ms. Lam Kit Yan attended the AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the AGM are set out as follows:

Ordinary Resolutions*		Number of Votes (Approximate %) ^(Note)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company, the report of the directors of the Company (the “ Directors ”) and the report of the auditors of the Company for the year ended 31 December 2022.	121,111,800 (100.00%)	0 (0.00%)
2.	(i) To authorise the board of Directors (the “ Board ”) to fix all the Directors’ remuneration; and	121,111,800 (100.00%)	0 (0.00%)
	(ii) To re-elect:		
	(a) Mr. Tam Yiu Shing, Billy as an executive Director;	121,111,800 (100.00%)	0 (0.00%)
	(b) Mr. Ho Kin Wai as an independent non-executive Director; and	121,111,800 (100.00%)	0 (0.00%)
	(c) Ms. Lam Kit Yan as an independent non-executive Director.	121,111,800 (100.00%)	0 (0.00%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorise the Board to fix their remuneration.	121,111,800 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	119,651,800 (98.79%)	1,460,000 (1.21%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	121,111,800 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by the addition of an amount representing the aggregate amount of the shares repurchased by the Company and not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	119,651,800 (98.79%)	1,460,000 (1.21%)
Special Resolution*		For	Against
7.	To approve the adoption of the second memorandum and articles of association of the Company and to authorise any one director or company secretary of the Company to do all things necessary to implement the adoption of the second memorandum and articles of association.	121,111,800 (100.00%)	0 (0.00%)

* Please refer to the Notice of AGM for the full text of the Proposed Resolutions.

Note: The number of votes and approximate percentage of voting Shares as stated are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions No. 1-6, all of the Proposed Ordinary Resolutions were duly passed as ordinary resolutions of the Company and as more than 75% of the votes were cast in favour of each of the Proposed Resolution No. 7, this Proposed Special Resolution was duly passed as a special resolution of the Company.

By order of the Board of
Lapco Holdings Limited
Tam Yiu Shing, Billy
Executive Director and Company Secretary

Hong Kong, 5 May 2023

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Tam Yiu Shing, Billy; and three independent non-executive Directors, namely Mr. Mak Kwok Kei, Ms. Lam Kit Yan and Mr. Ho Kin Wai.

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 matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the Company’s website at www.lapco.com.hk.