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PHOENITRON

PHOENITRON HOLDINGS LIMITED

品創控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8066)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 19 JUNE 2024**

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 19 June 2024.

Reference is made to the circular (the “**Circular**”) of Phoenitron Holdings Limited (the “**Company**”) dated 5 April 2024 and all resolutions proposed in the notice of annual general meeting (the “**Notice of AGM**”) contained therein. Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the resolutions proposed were duly passed by the Shareholders by way of poll at the annual general meeting of the Company held on 19 June 2024 (the “**AGM**”).

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

As at the date of the AGM, the total number of issued shares in the Company was 525,347,500 Shares, which was also the total number of Shares entitling the holders to attend and vote for or against all the resolutions at the AGM. No Shareholder was required to abstain from voting in favour of the resolutions at the AGM, and there was no Share only entitled the holders thereof to attend and vote only against the resolutions at the AGM. No person had indicated in the Circular of his intention to vote against or to abstain from voting on any of the resolutions at the AGM.

The AGM was chaired by Mr. Chang Wei Wen, an executive Director. The executive Director, Mr. Chang Wei Wen, attended the AGM in person; the executive Director, Ms. Lily Wu, and the independent non-executive Directors, Mr. Chan Siu Wing, Raymond, Ms. Wong Ka Wai, Jeanne and Mr. Yeung Man Chit, Daniel attended the AGM by electronic means; and the executive Director, Mr. Yang Meng Hsiu did not attend the AGM due to other engagement.

The poll results in respect of all the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)	
		For	Against
1.	To receive and consider the report of the Directors, the report of the independent auditor of the Company and the audited consolidated financial statements of the Company for the year ended 31 December 2023.	187,791,512 (100%)	0 (0%)
2.	(a) To re-elect retiring Directors:		
	(i) To re-elect Mr. Chan Siu Wing, Raymond as the independent non-executive Director.	187,791,512 (100%)	0 (0%)
	(ii) To re-elect Ms. Wong Ka Wai, Jeanne as the independent non-executive Director.	187,791,512 (100%)	0 (0%)
	(b) To authorise the Board to fix the remuneration of the Directors.	187,791,512 (100%)	0 (0%)
3.	To re-appoint Moore CPA Limited as the Company's auditors and to authorize the Board to fix their remuneration.	187,791,512 (100%)	0 (0%)
4.	Ordinary Resolution on item 4 of the Notice of AGM (to grant a general mandate to the Directors to allot and issue new ordinary shares (the "Shares") of HK\$0.20 each in the share capital of the Company in issue).	187,791,512 (100%)	0 (0%)
5.	Ordinary Resolution on item 5 of the Notice of AGM (to grant a general mandate to the Directors to repurchase Shares).	187,791,512 (100%)	0 (0%)
6.	Ordinary Resolution on item 6 of the Notice of AGM (to extend a general mandate to the Directors to issue new Shares).	187,791,512 (100%)	0 (0%)
Special Resolution		For	Against
7.	To approve and adopt the proposed amendments to the second amended and restated articles of association of the Company.	187,791,512 (100%)	0 (0%)

The description of the resolutions above is by way of summary only. The full text of the resolutions proposed at the AGM was set out in the Notice of AGM.

As more than 50% of the votes were cast in favour of each of the proposed resolutions numbered 1 to 6, resolutions numbered 1 to 6 were duly passed as ordinary resolutions by way of poll at the AGM.

As more than 75% of the votes were cast in favour of the proposed resolution numbered 7, the resolution was duly passed as special resolution of the Company.

By order of the Board
Phoenitron Holdings Limited
Chang Wei Wen
Executive Director

Hong Kong, 19 June 2024

As at the date of this announcement, the Board comprises three executive Directors, Ms. Lily Wu (Chairman and Chief Executive Officer), Mr. Chang Wei Wen and Mr. Yang Meng Hsiu, and three independent non-executive Directors, Ms. Wong Ka Wai, Jeanne, Mr. Yeung Man Chit, Daniel and Mr. Chan Siu Wing, Raymond.

This announcement, for which the directors of the Company 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 (the “Stock Exchange”) for the purpose of giving information with regard to the Company. The directors of the Company, 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 “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.phoenitron.com.