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PRIME INTELLIGENCE SOLUTIONS GROUP LIMITED

懶豬科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08379)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 9 SEPTEMBER 2024

The Board is pleased to announce that the resolutions numbered 1 to 7 and 9 as set out in the notice of AGM dated 15 August 2024 were duly passed by the Shareholders at the AGM, whereas the resolution numbered 8 as set out in the notice of AGM dated 15 August 2024 was not passed by the Shareholders at the AGM.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Prime Intelligence Solutions Group Limited (the “**Company**”) both dated 15 August 2024. Unless otherwise defined herein, capitalised terms used in this announcement have the same meaning as defined in the Circular.

The Board is pleased to announce that at the AGM held on Monday, 9 September 2024, all proposed resolutions as set out in the Notice were taken by poll.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in relation to all resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the financial year ended 31 March 2024.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
2.	(a) To re-elect Ms. Yuen Mei Ling, Pauline as an executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(b) To re-elect Mr. Wang Yicheng as an executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(c) To re-elect Mr. Lin Shixing as an executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(d) To re-elect Ms. Zhang Yushan as an executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(e) To re-elect Mr. Yuen Kwok Wai, Tony as a non-executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(f) To re-elect Mr. Wong Ching Wan as an independent non-executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(g) To re-elect Mr. Yang Chuan as an independent non-executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
	(h) To re-elect Ms. Li Dongxian as an independent non-executive director of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
3.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
4.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditors of the Company and to authorize the board of directors to fix their remuneration.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of its issued share capital as at the date of passing this resolution.	316,700,220 (68.90%)	142,985,000 (31.10%)	459,685,220
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of its issued share capital as at the date of passing this resolution.	316,700,220 (68.90%)	142,985,000 (31.10%)	459,685,220

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	316,700,220 (68.90%)	142,985,000 (31.10%)	459,685,220
Special Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
8.	To approve the Proposed Change of Company Name.	316,700,220 (68.90%)	142,985,000 (31.10%)	459,685,220
9.	To approve and adopt the third amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company, and to authorise any Director and the company secretary of the Company to do all such acts and things to implement and give effect to the adoption of the third amended and restated memorandum and articles of association of the Company.	459,475,220 (99.95%)	210,000 (0.05%)	459,685,220

The full text of the above resolutions was set out in the Notice.

As more than a majority of the votes were cast in favour of each of the above resolutions numbered 1 to 7, all of the above resolutions numbered 1 to 7 were duly passed as the ordinary resolutions by the Shareholders and as more than 75% of the votes were cast in favour of the above resolution numbered 9, the above resolution numbered 9 was passed as the special resolution by the Shareholders. On the other hand, as less than 75% of the votes were cast in favour of the above resolution numbered 8, the above resolution numbered 8 was not passed as the special resolution by the Shareholders.

As at the date of the AGM, the total number of issued Shares was 800,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions proposed at the AGM. To the best knowledge, information and belief of the Directors, no Shareholder was required under the GEM Listing Rules to abstain from voting in favour of the resolutions at the AGM as set out in rule 17.47A of the GEM Listing Rules. Further, none of the Shareholders had stated in the Circular their intention to vote against or to abstain from voting on any resolution at the AGM.

The Company would like to report that Ms. Zhang Yushan and Ms. Yuen Mei Ling, Pauline attended the AGM in person and Mr. Wang Yicheng, Mr. Yuen Kwok Wai, Tony, Mr. Wong Ching Wan and Mr. Yang Chuan attended the AGM by telephone conference.

As disclosed in the Circular, the New Memorandum and Articles of Association was proposed to be adopted in substitution for and to the exclusion of the existing Memorandum and Articles of Association with effect from the proposed change of company name becoming effective and passing of the relevant special resolution at the 2024 AGM (the “**Conditions**”). As one of the Conditions, which is the proposed change of company name becoming effective, has not been fulfilled by proposing the relevant resolution at the 2024 AGM, it is not feasible to adopt the New Memorandum and Articles of Association at this stage. The Company will further publish announcement(s) and circular(s) in relation to the proposed adoption of a new memorandum and articles of association in an extraordinary general meeting as soon as practicable in order to fulfill the requirement under Rule 16.04A of the GEM Listing Rules.

By Order of the Board
Prime Intelligence Solutions Group Limited
懶豬科技集團有限公司
Wang Yicheng
Chairman and Chief Executive Officer

Hong Kong, 9 September 2024

As at the date of this announcement, the executive Directors are Mr. Wang Yicheng, Ms. Yuen Mei Ling, Pauline, Mr. Lin Shixing and Ms. Zhang Yushan; the non-executive Director is Mr. Yuen Kwok Wai, Tony; and the independent non-executive Directors are Mr. Wong Ching Wan, Mr. Yang Chuan and Ms. Li Dongxian.

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 beliefs 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.

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