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TOM Group Limited

TOM集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2383)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING ON 15 MARCH 2022

References are made to the circular, and the notice of the extraordinary general meeting, of TOM Group Limited (the “**Company**”) dated 16 February 2022.

At the extraordinary general meeting of the Company held on 15 March 2022 (the “**EGM**”), the following resolution was duly passed by the shareholders of the Company by way of poll and the voting details are as follows:

ORDINARY RESOLUTION		Number of Votes (Approx. %)	
		For	Against
1.	To approve, confirm and ratify the Amended Drag-along Right (as defined in the circular of the Company dated 16 February 2022) provided under the amended and restated shareholders’ agreement, as amended and supplemented by the amendment agreement to the amended and restated shareholders’ agreement, both dated 1 November 2021, entered into by (i) Ule Holdings Limited (the “ Joint Venture ”), (ii) Telpo Philatelic Company Limited (“ China Post HK ”), (iii) TOM E-Commerce Limited (“ TOM E-Commerce ”) and (iv) the shareholders of the Joint Venture (other than TOM E-Commerce and China Post HK) that together hold approximately 14.29% of the total issued share capital of the Joint Venture as at 31 October 2021, being the right (but not the obligation) of China Post HK to require, among others, TOM E-Commerce to sell the ordinary shares beneficially held by it to the Purchaser (as defined in the circular of the Company dated 16 February 2022), and on the same terms and conditions as China Post HK, as more particularly set out in the Notice of the Extraordinary General Meeting.*	2,483,052,514 (99.991382%)	214,000 (0.008618%)

**The full text of Resolution 1 is set out in the Notice of EGM.*

As more than 50% of the votes were cast in favour of the resolution set out above, the resolution was duly passed as an ordinary resolution.

As at the date of the EGM, the total number of Company's shares (the "**Shares**") in issue was 3,958,510,558 Shares. The total number of Shares entitling the holders to attend and vote for or against the resolution at the EGM was 3,958,510,558.

No shareholders of the Company were required to abstain from voting on the resolution at the EGM nor any person has indicated in the circular containing the notice of the EGM that he/she/it intends to abstain from voting on or voting against the resolution at the EGM.

Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking at the EGM. The following directors of the Company had attended the EGM: Mr. Frank Sixt, Mr. Yeung Kwok Mung, Mrs. Angelina Lee and Dr. Alex Fong.

By Order of the Board
TOM GROUP LIMITED
Yeung Kwok Mung
Executive Director

Hong Kong, 15 March 2022

As at the date hereof, the directors of the Company are:

Executive Director:
Mr. Yeung Kwok Mung

Non-executive Directors:
Mr. Frank Sixt (Chairman)
Ms. Debbie Chang
Mrs. Angelina Lee

Independent Non-executive Directors:
Mr. James Sha
Dr. Alex Fong
Mr. Chan Tze Leung

Alternate Director:
Mr. Dominic Lai
(Alternate to Mr. Frank Sixt)