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## **BAGUIO GREEN GROUP LIMITED**

**碧瑤綠色集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1397)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 31 MAY 2022**

The Board is pleased to announce that all the ordinary resolutions set out in the Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 May 2022.

Reference is made to the notice of the annual general meeting (the “**AGM**”) of Baguio Green Group Limited (the “**Company**”) dated 28 April 2022 (the “**Notice**”) and the circular of the Company dated 28 April 2022 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the resolutions set out in the Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 May 2022. The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

Details of the poll results in respect of the ordinary resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements, the directors' report and the auditors' report for the year ended 31 December 2021.	291,008,000 (100%)	0 (0.00%)
2.	To declare a final dividend of HK\$0.9 cents per ordinary share of the Company for the year ended 31 December 2021.	291,008,000 (100%)	0 (0.00%)
3.	(A) To re-elect Ms. Leung Shuk Ping as an executive Director of the Company.	291,008,000 (100%)	0 (0.00%)
	(B) To re-elect Ms. Cheung Siu Chun as an executive Director of the Company.	291,008,000 (100%)	0 (0.00%)
	(C) To re-elect Mr. Sin Ho Chiu as an independent non-executive Director of the Company.	291,008,000 (100%)	0 (0.00%)
	(D) To authorise the Board of Directors of the Company to fix the Directors' Remuneration.	279,408,000 (96.01%)	11,600,000 (3.99%)
4.	To re-appoint KPMG as the auditors of the Company and to authorise the board of Directors of the Company to fix their remuneration.	291,008,000 (100%)	0 (0.00%)
5.	(A) To grant a general mandate to the Directors of the Company 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.	279,408,000 (96.01%)	11,600,000 (3.99%)
	(B) To grant a general mandate to the Directors of the Company to buy back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	291,800,000 (100%)	0 (0.00%)
	(C) To extend the general mandate to allot, issue and deal with the additional shares by adding the nominal amount of the shares bought back by the Company to the general mandate granted to the Directors of the Company under resolution no. 5(B) of the Notice.	279,388,000 (96.01%)	11,620,000 (3.99%)
As more than 50% of the votes were casted in favour of all the ordinary resolutions above, the above resolutions were duly passed as ordinary resolutions of the Company.			

SPECIAL RESOLUTION		Number of Votes (Approximate %)	
		FOR	AGAINST
6.	To approve the second amended and restated Memorandum and Articles of Association (as defined in the Circular dated 28 April 2022) be adopted as the new Memorandum and Articles of Association in substitution for and to the exclusion of the existing Memorandum and Articles of Association with immediate effect and authorise any one Director or company secretary of the Company to do all things necessary to implement the adoption of the new Memorandum and Articles of Association.	290,988,000 (99.99%)	20,000 (0.01%)
As more than 75% of the votes were casted in favour of the above special resolution, the resolution was duly passed as special resolution of the Company.			

The executive Directors of the Company, Mr. Ng Wing Hong, Ms. Ng Yuk Kwan Phyllis, Mr. Ng Wing Chuen, Ms. Leung Shuk Ping and Ms. Cheung Siu Chun; and independent non-executive Directors of the Company, Mr. Sin Ho Chiu, Dr. Law Ka Hung and Mr. Lau Chi Yin Thomas attended the AGM.

As at the date of the AGM, the total number of issued Shares was 415,000,000 Shares, representing the total number of Shares entitling the holders thereof to attend and vote for or against all the ordinary resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against any resolution at the AGM and there were no restrictions on the Shareholders to cast votes on any proposed resolution at the AGM. The total Shares with voting rights represented by the Shareholders attending the AGM were 291,008,000 Shares, representing approximately 70.12% of the total issued Shares as at the date of the AGM.

In relation to resolution No. 2 above, the dividends will be payable to the Shareholders whose names appear on the register of members of the Company on 23 June 2022.

By order of the Board  
**Baguio Green Group Limited**  
**Ng Wing Hong**  
*Chairman*

Hong Kong, 31 May 2022

*As at the date of this announcement, the Board comprises Mr. Ng Wing Hong, Ms. Ng Yuk Kwan Phyllis, Mr. Ng Wing Chuen, Ms. Leung Shuk Ping and Ms. Cheung Siu Chun as executive Directors and Mr. Sin Ho Chiu, Dr. Law Ka Hung and Mr. Lau Chi Yin Thomas as independent non-executive Directors.*