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FDB HOLDINGS LIMITED

豐展控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1826)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 1 JUNE 2022

References are made to the announcement of FDB Holdings Limited (the “**Company**”) dated 14 April 2022 in relation to, among other things, proposed adoption of the amended articles of association, the Notice of Annual General Meeting of the Company dated 28 April 2022 (the “**Notice of AGM**”) and the circular of the Company 28 April 2022 (the “**Circular**”). Unless otherwise stated, capitalised terms shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held at Room 602–603, 6/F., The Sun’s Group Centre, No. 200 Gloucester Road, Wan Chai, Hong Kong on Wednesday, 1 June 2022 at 11:00 a.m. All proposed resolutions set out in the Notice of AGM were duly passed by way of poll either as ordinary resolutions (in respect of resolutions numbered 1, 2A, 2B, 3, 4, 5, 6 and 7) or as a special resolution (in respect of resolution numbered 8) at the AGM.

As at the date of the AGM, there were 1,332,000,000 Shares in issue. No Shareholder was required to abstain from voting on the resolutions proposed at the AGM, and there were no Shares entitling the holders to attend and vote only against the resolutions proposed at the AGM.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions and there are no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Accordingly, a total of 1,332,000,000 Shares was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. The Shareholders and authorised proxies holding an aggregate of 827,260,000 Shares have voted at the AGM.

The poll results are as follows:

As Ordinary Resolutions		Number of votes cast (percentage of total number of vote casts)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the Auditors for the year ended 31 December 2021.	827,260,000	0
2A.	To re-elect Mr. Ng Kin Siu as an executive Director.	827,260,000	0
2B.	To re-elect Mr. Wan Chi Wai Anthony as an independent non-executive Director.	827,260,000	0
3.	To authorise the Board to fix the Directors' remuneration for the year ending 31 December 2022.	827,260,000	0
4.	To consider the re-appointment of HLB Hodgson Impey Cheng as the Auditors and to authorise the Board to fix the remuneration of the Auditors for the year ending 31 December 2022.	827,260,000	0
5.	To grant a general mandate to the Directors to issue, allot and deal with the unissued shares of the Company not exceeding 20% of the number of issued shares of the Company as at the date of passing this resolution.	827,260,000	0
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing this resolution.	827,260,000	0
7.	Conditional upon the passing of resolutions numbered 5 and 6 as set out in the notice of the AGM, to extend the general mandate granted by resolution numbered 5 by adding thereto the number of shares repurchased pursuant to the general mandate granted by resolution numbered 6.	827,260,000	0

As Special Resolution		Number of votes cast (percentage of total number of vote casts)	
		For	Against
8.	To approve the proposed amendments to the existing second amended and restated articles of association of the Company and to adopt the third amended and restated articles of association of the Company.	827,260,000	0

The description of the above resolutions is by way of summary only. The full text of such resolutions appears in the Notice of AGM.

As more than 50% of the total valid votes were cast in favour of resolutions numbered 1, 2B, 2C, 3, 4, 5, 6 and 7, the said proposed resolutions were duly passed by way of poll as ordinary resolutions.

As at least 75% of the total valid votes were cast in favour of the resolution numbered 8, the said proposed resolution was duly passed by way of poll as a special resolution.

According to the requirements of the Listing Rules, Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer in respect of vote taking at the AGM. All Directors, including Mr. Ng Kin Siu, Mr. Chan Yuk Sang, Mr. Wan Chi Wai Anthony attended the AGM either in person or by means of electronic facilities. Mr. Lau Kwok Fai Patrick was unable to attend the meeting due to other business engagement.

By order of the Board
FDB Holdings Limited
Ng Kin Siu
Chairman of the Board and executive Director

Hong Kong, 1 June 2022

As at the date of this announcement, the Board comprises Mr. Ng Kin Siu (Chairman and chief executive officer) as executive Director; Mr. Chan Yuk Sang, Mr. Wan Chi Wai Anthony and Mr. Lau Kwok Fai Patrick as independent non-executive Directors.