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GOLDEN EAGLE RETAIL GROUP LIMITED

金鷹商貿集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 3308)

VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 2 JUNE 2022

At the AGM held on Thursday, 2 June 2022, all the proposed resolutions as set out in the notice of AGM dated 30 April 2022 have been duly approved by the Shareholders by way of poll.

At the annual general meeting of Golden Eagle Retail Group Limited (the “**Company**”) held on Thursday, 2 June 2022 (the “**AGM**”), all the proposed resolutions as set out in the notice of AGM dated 30 April 2022 have been duly approved by the Shareholders by way of poll.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the circular of the Company dated 30 April 2022.

ATTENDANCE AT THE AGM

As of the date of the AGM, the total number of shares in issue entitling the holder to attend and vote at the AGM was 1,660,205,000 shares. Shareholders (in person or by proxy) holding an aggregate of 1,347,935,334 shares, which represented approximately 81.19% of the total number of issued shares, were present at the AGM.

There were no (i) shares entitling the holders to attend and abstain from voting in favour at the AGM in accordance with Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or (ii) Shareholders that are required under the Listing Rules to abstain from voting at the AGM.

Mr. Wong Chi Keung attended the AGM in person while Mr. Wang Hung, Roger and Mr. Lay Danny J attended the AGM by electronic means. Mr. Lo Ching Yan was unable to attend the AGM due to other business arrangement.

RESULTS OF THE AGM

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

ORDINARY RESOLUTIONS		No. of votes and approximate percentage	
		For	Against
1	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2021.	1,347,899,084 (100%)	36,250 (0%)
2A	To re-elect Mr. Wang Hung, Roger as executive director of the Company.	1,346,854,179 (99.92%)	1,081,155 (0.08%)
2B	To re-elect Mr. Lo Ching Yan as an independent non-executive director of the Company.	1,347,935,084 (100%)	250 (0%)
2C	To re-elect Mr. Wong Chi Keung as an independent non-executive director of the Company.	1,340,060,275 (99.42%)	7,875,059 (0.58%)
2D	To authorise the remuneration committee of the Company to fix the remuneration of the directors of the Company.	1,347,934,834 (100%)	500 (0%)
3	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	1,347,935,084 (100%)	250 (0%)
4A	To grant a general mandate to the directors to issue and allot shares not exceeding 20% of the total number of shares of the Company in issue as at the date of this resolution.	1,339,604,275 (99.38%)	8,331,059 (0.62%)

ORDINARY RESOLUTIONS		No. of votes and approximate percentage	
		For	Against
4B	To grant a general mandate to the directors to repurchase shares not exceeding 10% of the total number of shares of the Company in issue as at the date of this resolution.	1,347,935,084 (100%)	250 (0%)
4C	To add the aggregate number of shares of the Company that may be allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to resolution no. 4A by the aggregate number of shares repurchased under the authority granted to the directors as mentioned in resolution no. 4B conditional upon resolution no. 4B above being passed.	1,339,725,025 (99.39%)	8,210,309 (0.61%)
SPECIAL RESOLUTION		No. of votes and approximate percentage	
		For	Against
5	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the new memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company.	1,347,932,084 (100%)	3,250 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 4C above, all these resolutions have been duly approved as ordinary resolutions. As not less than 75% of the votes were cast in favour of the resolution no. 5, such resolution was duly passed as a special resolution.

SCRUTINY OF VOTE-COUNTING

The Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

By order of the Board
Golden Eagle Retail Group Limited
Wang Hung, Roger
Chairman

Hong Kong, 2 June 2022

As at the date of this announcement and after the conclusion of the AGM, the Board comprises 1 executive director, namely Mr. Wang Hung, Roger and 3 independent non-executive directors, namely Mr. Wong Chi Keung, Mr. Lay Danny J and Mr. Lo Ching Yan.