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## **Grown Up Group Investment Holdings Limited**

### **植華集團投資控股有限公司**

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

**(Stock code: 1842)**

## **POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING AND ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF ASSOCIATION**

At the annual general meeting of Grown Up Group Investment Holdings Limited (the “**Company**”) held on 24 June 2022 (the “**AGM**”), all the resolutions were passed by the shareholders of the Company (the “**Shareholders**”) at the AGM by way of poll. The poll results in respect of the resolutions proposed at the AGM of the Company were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>		<b>Passed by Shareholders</b>
		<b>FOR</b>	<b>AGAINST</b>	
1.	To receive and adopt the financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2021	507,924,050 (100%)	0 (0%)	Yes
2.	(a) To re-elect Mr. Thomas Berg as an executive director of the Company	507,924,050 (100%)	0 (0%)	Yes
	(b) To re-elect Mr. Morten Rosholm Henriksen as an executive director of the Company	505,472,050 (99.52%)	2,452,000 (0.48%)	Yes
	(c) To re-elect Mr. Cheng Wai Man as an executive director of the Company	507,924,050 (100%)	0 (0%)	Yes
	(d) To re-elect Ms. Shut Ya Lai as an executive director of the Company	507,924,050 (100%)	0 (0%)	Yes
	(e) To re-elect Mr. Fung Bing Ngon Johnny as a non-executive director of the Company	505,472,050 (99.52%)	2,452,000 (0.48%)	Yes
	(f) To re-elect Mr. Tsang Hing Suen as an independent non-executive director of the Company	507,924,050 (100%)	0 (0%)	Yes
	(g) To authorise the board of directors to fix the remuneration of the directors of the Company	507,924,050 (100%)	0 (0%)	Yes

ORDINARY RESOLUTIONS		Number of Votes (%)		Passed by Shareholders
		FOR	AGAINST	
3.	To re-appoint Grant Thornton Hong Kong Limited as the auditor of the Company to hold office until the conclusion of the next general meeting of the Company and to authorise the board of directors to fix its remuneration for the year ended 31 December 2022	507,924,050 (100%)	0 (0%)	Yes
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company <sup>(Note)</sup>	505,472,050 (99.52%)	2,452,000 (0.48%)	Yes
5.	To grant a general mandate to the directors of the Company to buy back shares of the Company <sup>(Note)</sup>	507,924,050 (100%)	0 (0%)	Yes
6.	To extend the general mandate granted to the directors of the Company to issue new shares by adding the number of shares bought back by the Company <sup>(Note)</sup>	505,472,050 (99.52%)	2,452,000 (0.48%)	Yes
SPECIAL RESOLUTION		Number of votes (%)		Passed by Shareholders
		FOR	AGAINST	
7.	To approve the proposed amendments to the existing articles of association of the Company and to adopt the amended and restated articles of association of the Company	507,924,050 (100%)	0 (0%)	Yes

*Note:* The full text of ordinary resolutions 4, 5 and 6 are set out in the notice of AGM dated 5 May 2022.

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 6, and more than 75% of the votes were cast in favour of the above special resolution numbered 7, the above resolutions were duly passed by the Shareholders.

As at the date of the AGM, a total of 1,000,000,000 shares of the Company (the “**Shares**”) were in issue, representing the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), and no Shareholder was required under the Listing Rules to abstain from voting in respect of the proposed resolutions at the AGM. None of the Shareholders have stated their intention in the circular containing the notice of the AGM to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

Apart from Mr. Thomas Berg and Mr. Morten Rosholm Henriksen who were unable to attend the AGM due to other business engagements, all the remaining Directors attended the AGM either in person or by electronic means.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, acted as scrutineer for the poll at the AGM.

#### **ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF ASSOCIATION**

The Board hereby announces that the resolution on the adoption of the amended and restated articles of association (the “**Amended Articles**”) of the Company has been duly passed as a special resolution at the AGM. The Amended Articles will take effect from 24 June 2022, the full text of which is available on the websites of the Stock Exchange and the Company.

By order of the Board  
**Grown Up Group Investment Holdings Limited**  
**Thomas Berg**  
*Chairman and executive Director*

Hong Kong, 24 June 2022

*As at the date of this announcement, the executive directors of the Company are Mr. Thomas Berg, Mr. Morten Rosholm Henriksen, Mr. Cheng Wai Man and Ms. Shut Ya Lai; the non-executive Director of the Company is Mr. Fung Bing Ngon Johnny; and the independent non-executive directors of the Company are Mr. Tsang Hing Suen and Mr. Wong Kai Hing.*