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Sang Hing Holdings (International) Limited

生興控股（國際）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1472)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 9 SEPTEMBER 2022
AND
ADOPTION OF NEW MEMORANDUM AND
ARTICLES OF ASSOCIATION**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) dated 28 July 2022 of Sang Hing Holdings (International) Limited (the “**Company**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, unless otherwise specified herein.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 9 September 2022. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes and approximate percentage of total number of votes	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 March 2022.	600,040,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes and approximate percentage of total number of votes	
		For	Against
2.	To re-appoint HLB Hodgson Impey Cheng Limited as the Company's auditor and to authorise the board of directors of the Company to fix the auditor's remuneration.	600,040,000 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Lai Wai as an executive director of the Company.	600,040,000 (100.00%)	0 (0.00%)
	(b) To re-elect Prof. Leung Yee Tak as an independent non-executive director of the Company.	600,040,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Zhang Senquan as an independent non-executive director of the Company.	600,040,000 (100.00%)	0 (0.00%)
	(d) To authorise the board of directors of the Company to fix the directors' remuneration.	600,040,000 (100.00%)	0 (0.00%)
4.	To grant an unconditional general mandate to the directors of the Company to allot, issue and deal with new shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	600,040,000 (100.00%)	0 (0.00%)
5.	To grant an unconditional general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	600,040,000 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	600,040,000 (100.00%)	0 (0.00%)

Special Resolutions		Number of Votes and approximate percentage of total number of votes	
		For	Against
7.	To approve the proposed amendments to the existing amended and restated memorandum and articles of association of the Company and the adoption of the second amended and restated memorandum and articles of association of the Company.	600,040,000 (100.00%)	0 (0.00%)

Note: the full text of the resolutions is set out in the Circular and the Notice.

As more than 50% of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of the ordinary resolutions numbered 1 to numbered 6, the ordinary resolutions numbered 1 to numbered 6 were duly passed as ordinary resolutions. As a majority of not less than three-fourths of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of the special resolution numbered 7, the special resolution numbered 7 was duly passed as special resolution.

As at the date of the AGM, the Company has a total of 1,000,000,000 issued Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the above resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on any of the proposed resolutions at the AGM and no Shareholder has indicated in the Circular that he/she/it intends to vote against or to abstain from voting on any of the above resolutions at the AGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. All Directors attended the AGM in person or by electronic means except Ms. Tsang Wing Kiu, who was unable to attend the AGM due to personal reasons.

ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board is also pleased to announce that, as set out above, the special resolution approving the adoption of the second amended and restated memorandum and articles of association of the Company, details of the amendments are set out in the Circular, was duly passed by the shareholders of the Company at the AGM. The second amended and restated memorandum and articles of association of the Company would take effect from the conclusion of the AGM, full text of which will be available on the websites of the Stock Exchange and the Company.

By order of the Board
Sang Hing Holdings (International) Limited
Lai Wai
Chairman and Executive Director

Hong Kong, 9 September 2022

As at the date of this announcement, the executive Directors are Mr. Lai Wai, Mr. Lai Ying Wah, Mr. Lai Ying Keung; the non-executive Director is Mr. Fung Chi Kin; and the independent non-executive Directors are Mr. Cheung Wai Kwok Gary, Prof. Leung Yee Tak, Mr. Zhang Senquan, Mr. Ho Tai Tung and Ms. Tsang Wing Kiu.