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SOUNDWILL HOLDINGS LIMITED

金朝陽集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 878)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 20 OCTOBER 2022

At the special general meeting of Soundwill Holdings Limited (the “**Company**”) held on 20 October 2022 (the “**SGM**”), a poll was demanded by the chairman of the meeting for voting on the proposed resolution as set out in the notice of SGM dated 23 September 2022 (the “**Resolution**”). Except for Madam Foo Kam Chu Grace who was unable to attend the SGM due to other business arrangement, all directors of the Company attended the SGM in person.

The board of directors of the Company (the “**Board**”) is pleased to announce that the Resolution was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of a poll at the SGM. The poll results in respect of the Resolution are as follows:

		Number of Votes (%)	
Ordinary Resolution		For	Against
1.	(a) To approve, confirm and ratify the sale and purchase agreement dated 9 August 2022 (the “ Sale and Purchase Agreement ”) and the transactions contemplated thereunder and the implementation thereof; (b) any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) be and is hereby authorized for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Sale and Purchase Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon.	216,036,583 (99.99%)	50 (0.01%)

As at the date of the SGM, (a) the total number of issued shares of the Company was 283,308,635, which was the total number of shares entitling the Shareholders to attend and vote for or against the Resolution at the SGM; (b) there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the SGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (c) there were no shares requiring the Shareholders to abstain from voting at the SGM under the Listing Rules; and (d) there were no Shareholders that had stated his/her/its intention in the circular of the Company dated 23 September 2022 (the “**Circular**”) to vote against or to abstain from voting on the Resolution.

The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed and present as the scrutineer for the vote-taking at the SGM.

As stated in the Circular, Ko Bee and Full Match (as both defined in the Circular), had irrevocably undertaken that they will vote in favour of the Resolution, and, on the date of the SGM, they voted in favour of the Resolution.

By Order of the Board
SOUNDWILL HOLDINGS LIMITED
Foo Kam Chu Grace
Chairman

Hong Kong, 20 October 2022

As at the date of this announcement, the Board of Directors of the Company comprises (i) Executive Directors: Foo Kam Chu Grace, Chan Wai Ling, Chan Hing Tat and Tse Wai Hang; and (ii) Independent Non-Executive Directors: Chan Kai Nang, Pao Ping Wing and Ng Chi Keung.

** For identification purpose only*