

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



KINGWELL GROUP LIMITED

京維集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1195)

POLL RESULTS AT ANNUAL GENERAL MEETING HELD ON 12 DECEMBER 2022

POLL RESULTS AT THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all the resolutions proposed at the AGM held on 12 December 2022 were duly passed by way of poll.

POLL RESULTS AT THE ANNUAL GENERAL MEETING

Reference is made to the Company's circular dated 28 October 2022 (the "Circular"). Terms used in this announcement shall have the same meanings as defined in the Circular, unless the context otherwise requires.

At the annual general meeting of Kingwell Group Limited (the "Company") held on 12 December 2022 (the "AGM"), the proposed resolutions as set out in the notice of AGM were taken by poll. The Company's Hong Kong branch share registrar, Hong Kong Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued shares in the Company was 2,894,091,737 Shares, which was the total number of shares in the Company entitling the holders to attend and vote for or against the resolutions at the AGM. There was no Shares entitling the holders to attend and vote only against any of the resolutions at the AGM. There was no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolutions at the AGM.

Shareholders of the Company representing 1,038,418,792 shares of the Company were present, in person or by proxy or corporate representative at the AGM and the Board is pleased to announce that the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results in respect of the respective resolutions were as follows:

Ordinary Resolutions				No. of Votes (%)		Total Number of Votes Cast
				For	Against	
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 30 June 2022.			1,038,418,792 100%	0 0%	1,038,418,792
2.	(a)	(i)	To re-elect Mr. Du Yun as an executive director.	1,038,418,792 100%	0 0%	1,038,418,792
		(ii)	To re-elect Mr. Ling Aiwen as an independent non-executive director.	1,038,418,792 100%	0 0%	1,038,418,792
	(b)	To authorise the board of directors to fix their remuneration.	1,038,418,792 100%	0 0%	1,038,418,792	
3.	To re-appoint Ernst & Young as auditor and to authorize the board of directors to fix their remuneration.			1,038,418,792 100%	0 0%	1,038,418,792
4.	To grant a general mandate to the board of directors to allot, issue and deal with additional shares in the Company, not exceeding 20% of the issued shares of the Company as at the date of the passing of this resolution.			1,038,418,792 100%	0 0%	1,038,418,792
Special Resolution						
5.	To approve the proposed amendments to the existing amended and restated memorandum of association and articles of association of the Company (the “Memorandum and Articles of Association”) and the adoption of the second amended and restated memorandum and articles of association in substitution for and to the exclusion of the Memorandum and Articles of Association with effect immediately close of the Meeting and authorise any Director or officer of the Company to do all things necessary to implement the adoption of the second amended and restated memorandum and articles of association and to attend all necessary filings in Hong Kong and in the Cayman Islands.			1,038,418,792 100%	0 0%	1,038,418,792

On the basis of the votes set out above, the above resolution numbered 1-4 were duly passed as ordinary resolutions and the resolution numbered 5 was duly passed as special resolution.

No Shareholder was required to abstain from voting in respect of any resolutions proposed for approval at the AGM.

An Directors have attended the AGM.

By Order of the Board
KINGWELL GROUP LIMITED
Mu Dongsheng
Chairman

Hong Kong, 12 December 2022

As at the date of this announcement, the Board comprises Mr. Mu Dongsheng and Mr. Du Yun as executive Directors, and Mr. Cheung Chuen, Mr. Ling Aiwen and Mr. Lu Lin as independent non-executive Directors.