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HG SEMICONDUCTOR LIMITED

宏光半導體有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6908)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 13 DECEMBER 2022

References are made to the circular of HG Semiconductor Limited (the “**Company**”) dated 28 November 2022 (the “**Circular**”) and the notice of the extraordinary general meeting of the Company (the “**EGM**”) dated 28 November 2022 (the “**Notice**”). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on 13 December 2022, the proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll.

The poll results in respect of the Resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS*		Number of Votes (%)	
		For	Against
1.	(a) To approve, confirm and ratify the entering into the Share Subscription Agreement and all transactions contemplated thereunder.	267,176,053 (100.00%)	0 (0.00%)
	(b) To grant a specific mandate to the Directors to allot and issue the Subscription Shares pursuant to the Share Subscription Agreement.	267,176,053 (100.00%)	0 (0.00%)
	(c) To authorise any one or more of the Directors to execute all such documents and do all such acts and things as he/she/they may in his/her/their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the Share Subscription Agreement, the transactions contemplated thereunder and the allotment and issue of the Subscription Shares under the relevant specific mandate.	267,176,053 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS*		Number of Votes (%)	
		For	Against
2.	(a) To approve, confirm and ratify the entering into the Warrant Subscription Agreement and all transactions contemplated thereunder.	267,176,053 (100.00%)	0 (0.00%)
	(b) To grant a specific mandate to the Directors to allot and issue the Warrant Shares pursuant to the Warrant Subscription Agreement.	267,176,053 (100.00%)	0 (0.00%)
	(c) To authorise any one or more of the Directors to execute all such documents and do all such acts and things as he/she/they may in his/her/their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the Warrant Subscription Agreement, the transactions contemplated thereunder and the allotment and issue of the Warrant Shares under the relevant specific mandate.	267,176,053 (100.00%)	0 (0.00%)

* Please refer to the Notice for full version of the Resolutions.

As more than 50% of the votes were cast in favour of each of the above Resolutions, each of these Resolutions was duly passed as ordinary resolutions of the Company at the EGM.

As at the date of the EGM, the total number of Shares in issue was 581,601,000 Shares, which represents the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM. As stated in the Circular, no Shareholders were required under the Listing Rules to abstain from voting on the Resolutions at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. In addition, no parties have stated their intention in the Circular to vote against the Resolutions or to abstain from voting on the Resolutions at the EGM.

The Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

Mr. Zhao Yi Wen, Mr. Lyu Xiangrong, Mr. Leung Kin Pang, Ms. Liu Yang, Dr. Wang David Nin-kou, Mr. Wang Jie Chuan, Professor Chow Wai Shing, Tommy, Mr. Wu Wing Kuen, B.B.S., Mr. Chan Chung Kik, Lewis and Mr. Li Yang, attended the EGM.

By Order of the Board
HG Semiconductor Limited
Zhao Yi Wen
Chairman and Executive Director

Hong Kong, 13 December 2022

As at the date of this announcement, the executive Directors are Mr. Zhao Yi Wen, Mr. Lyu Xiangrong, Mr. Leung Kin Pang and Ms. Liu Yang; the non-executive Directors are Dr. Wang David Nin-kou and Mr. Wang Jie Chuan; and the independent non-executive Directors are Professor Chow Wai Shing, Tommy, Mr. Wu Wing Kuen, B.B.S., Mr. Chan Chung Kik, Lewis and Mr. Li Yang.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.