

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.

WINDMILL GROUP LIMITED
(海鑫集團有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1850)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 28 APRIL 2023**

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of the extraordinary general meeting (the “**EGM**”) of WINDMILL Group Limited (the “**Company**”) both dated 3 April 2023. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) at the EGM held on 28 April 2023.

POLL RESULTS

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

Ordinary Resolutions <i>(Note)</i>		Number of votes (Approximate %)	
		For	Against
1.	To approve the proposed Increase in Authorised Share Capital	223,320,210 (100%)	0 (0%)
2.	To approve the proposed Share Consolidation	223,320,210 (100%)	0 (0%)
3.	To approve the proposed Rights Issue, the Placing Agreement and the transactions contemplated thereunder	223,320,210 (100%)	0 (0%)

Note: Please refer to the Notice for the full text of the resolutions.

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

All Directors attended the EGM accordingly.

As at the date of the EGM, the issued share capital of the Company (the “**Share(s)**”) comprised 960,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote on all Resolutions. Shareholders present at the EGM holding an aggregate of 223,320,210 Shares, representing approximately 23.26% of the total number of Shares in issue, voted either in person, by their duly authorised representatives or by proxy at the EGM. No Shareholder was required to abstain from voting on the Resolutions and there was no Share entitling the holder to attend and vote only against the Resolutions. No parties have stated in the Circular their intention to vote against or to abstain from voting on the Resolutions at the EGM.

Tricor Investor Services Limited, the Hong Kong share registrar of the Company, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

SHARE CONSOLIDATION BECOMING EFFECTIVE ON 3 MAY 2023

All the conditions precedent of the Share Consolidation have been fulfilled as at Friday, 28 April 2023. Pursuant to the expected timetable set out in the Circular, the Share Consolidation will take effect on Wednesday, 3 May 2023, which is also the first day for the free exchange of existing share certificates for the Existing Shares into new share certificates for the Consolidated Shares. The last day for the free exchange of existing share certificates for the Existing Shares into new share certificates for the Consolidated Shares will be Friday, 9 June 2023. Shareholders may submit existing share certificates for the Existing Shares between 9:00 a.m. and 4:00 p.m. on any business day during the aforesaid period to the Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong to exchange for new share certificates for the Consolidated Shares at the expense of the Company. The new share certificates will be issued in green colour in order to distinguish them from the existing yellow colour.

By order of the Board
WINDMILL Group Limited
Liu Shihao
Chairman

Hong Kong, 28 April 2023

As at the date of this announcement, the executive Director is Mr. Liu Shihao, Mr. Li Shing Kuen Alexander and Ms. Wang Ya; and the independent non-executive Directors are Mr. Yu Wai Chun, Mr. Li Ka Chun Gordon and Mr. Xian Gonghua.