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Grown Up Group Investment Holdings Limited

植華集團投資控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1842)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 MAY 2023 AND RETIREMENT OF DIRECTORS

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Grown Up Group Investment Holdings Limited (the “**Company**”) dated 28 April 2023. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The AGM was convened and held at Flat D, 7/F, Block 2, Tai Ping Industrial Centre, 55 Ting Kok Road, Tai Po, New Territories, Hong Kong on Thursday, 25 May 2023 at 10:00 a.m.. At the AGM, the proposed resolutions as set out in the Notice had been taken by poll. Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, a total of 1,200,000,000 shares of the Company (the “**Shares**”) were in issue, representing the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM as set out in Rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting in respect of the proposed resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		Passed by Shareholders
		FOR	AGAINST	
1.	To receive and adopt the financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2022	298,920,050 (100%)	0 (0%)	Yes
2.	(a) To re-elect Mr. Wong Kai Hing as an independent non-executive director of the Company	298,920,050 (100%)	0 (0%)	Yes
	(b) To re-elect Mr. Chan Ting Leuk Arthur as an independent non-executive director of the Company	298,920,050 (100%)	0 (0%)	Yes
	(c) To authorise the board of directors to fix the remuneration of the directors of the Company	298,920,050 (100%)	0 (0%)	Yes
3.	To re-appoint Grant Thornton Hong Kong Limited as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors to fix its remuneration for the year ending 31 December 2023	298,920,050 (100%)	0 (0%)	Yes
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company	298,920,050 (100%)	0 (0%)	Yes
5.	To grant a general mandate to the directors of the Company to buy back shares of the Company	298,920,050 (100%)	0 (0%)	Yes
6.	To extend the general mandate granted to the directors of the Company to issue new shares by adding the number of shares bought back by the Company	298,920,050 (100%)	0 (0%)	Yes

Note: The description of the above resolutions are by way of summary only. Full text of the resolutions are set out in the Circular and the Notice.

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 6, the above resolutions were duly passed by the Shareholders.

Apart from Mr. Fung Bing Ngon Johnny who was unable to attend the AGM due to other business engagements, all the remaining Directors attended the AGM either in person or by electronic means.

RETIREMENT OF DIRECTORS

As disclosed in the Circular, Mr. Cheng Wai Man (“**Mr. Cheng**”) and Mr. Fung Bing Ngon Johnny (“**Mr. Fung**”) informed the Company that they would retire from their positions as an executive Director and a non-executive Director respectively after the conclusion of the AGM. Mr. Cheng and Mr. Fung retired as an executive Director and a non-executive Director respectively. Each of Mr. Cheng and Mr. Fung has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of their retirement.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Cheng and Mr. Fung for their valuable contributions to the Company and the Board during their tenure of office.

By order of the Board
Grown Up Group Investment Holdings Limited
Thomas Berg
Chairman and executive Director

Hong Kong, 25 May 2023

As of the date of this announcement, the executive Directors are Mr. Thomas Berg, Mr. Morten Rosholm Henriksen and Ms. Shut Ya Lai; and the independent non-executive Directors are Mr. Tsang Hing Suen, Mr. Wong Kai Hing and Mr. Chan Ting Leuk Arthur.