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## **UTS MARKETING SOLUTIONS HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6113)**

### **VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 MAY 2023**

At the AGM held on Thursday, 25 May 2023, all the proposed resolutions as set out in the notice of AGM dated 28 April 2023 have been duly approved by the Shareholders by way of poll.

At the annual general meeting of UTS Marketing Solutions Holdings Limited (the “**Company**”) held on Thursday, 25 May 2023 (the “**AGM**”), all the proposed resolutions as set out in the notice of AGM dated 28 April 2023 have been duly approved by the Shareholders by way of poll.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the circular of the Company dated 28 April 2023.

#### **ATTENDANCE AT THE AGM**

As of the date of the AGM, the total number of the Shares in issue entitling the holder to attend and vote at the AGM was 400,000,000 Shares. Shareholders (in person or by proxy) holding an aggregate of 300,002,000 Shares, which represented approximately 75% of the total number of Shares, were present at the AGM.

There were no (i) Shares entitling the holders to attend and abstain from voting in favour at the AGM in accordance with Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or (ii) shareholders of the Company that are required under the Listing Rules to abstain from voting at the AGM.

All Directors have attended the AGM.

## RESULTS OF THE AGM

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

ORDINARY RESOLUTIONS		No. of votes and percentage	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company for the year ended 31 December 2022 and the reports of the directors of the Company (the “ <b>Directors</b> ”) and auditors thereon.	300,002,000 (100%)	0 (0%)
2.	(a) To approve the declaration and payment of a special dividend of HK6.5 cents per ordinary share out of the share premium account of the Company (the “ <b>Special Dividend</b> ”) to shareholders of the Company; and  (b) To authorize any one of the Directors to take such action, do such things and execute such further documents in connection with the implementation of the payment of the Special Dividend.	300,002,000 (100%)	0 (0%)
3.	(a) To re-elect Mr. Kwan Kah Yew as executive Director.	300,002,000 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Hoi Kuen Matthew as independent non-executive Director.	300,002,000 (100%)	0 (0%)
	(c) To authorise the board of Directors to fix the remuneration of the Directors.	300,002,000 (100%)	0 (0%)
4.	To re-appoint RSM Hong Kong Certified Public Accountants as independent auditors of the Company and to authorise the board of Directors to fix their remuneration.	300,002,000 (100%)	0 (0%)
5(A).	To grant to the directors a general mandate to allot, issue and otherwise deal with the shares of the Company not exceeding 20 per cent. of the total number of issued shares of the Company as at the date of this resolution.	300,002,000 (100%)	0 (0%)
5(B).	To grant to the directors a general mandate to exercise the power of the Company to repurchase its own shares not exceeding 10 per cent. of the total number of issued shares of the Company as at the date of this resolution.	300,002,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		No. of votes and percentage	
		For	Against
5(C).	To include the number of shares repurchased by the Company to the number of Shares which may be allotted and issued by the Directors under the general mandate granted to the directors under Resolution No.5(A).	300,002,000 (100%)	0 (0%)

\* *The full text of the resolutions is set out in the notice and the circular of the Company both dated 28 April 2023.*

*Note:* The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 5(C) above, all these resolutions have been duly approved as ordinary resolutions.

#### **SCRUTINY OF VOTE-COUNTING**

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

By Order of the Board  
**UTS Marketing Solutions Holdings Limited**  
**Ng Chee Wai**  
*Chairman*

Hong Kong, 25 May 2023

*As at the date of this announcement, the executive Directors are Mr. Ng Chee Wai (Chairman), Mr. Lee Koon Yew and Mr. Kwan Kah Yew; and the independent non-executive Directors are Mr. Lee Shu Sum Sam, Mr. Kow Chee Seng and Mr. Chan Hoi Kuen Matthew.*