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SMART GLOBE HOLDINGS LIMITED

竣球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1481)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 29 MAY 2023

Reference is made to the circular (the “**Circular**”) and notice of annual general meeting (the “**AGM**”) of Smart Globe Holdings Limited (the “**Company**”) both dated 14 April 2023 despatched to the Shareholders. Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the AGM held on 29 May 2023, all proposed resolutions as set out in the notice of AGM dated 14 April 2023 have been duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of Shares of the Company in issue was 1,020,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on any of the resolutions proposed at the AGM and no Shareholder was required to abstain from voting on any of the resolutions proposed at 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 approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”, and individually a “ Director ”) and the independent auditors of the Company for the year ended 31 December 2022;	759,290,500 (100%)	0 (0%)
2.	To re-elect Ms. TSE Yuen Shan Ivy as an executive Director of the Company;	759,290,500 (100%)	0 (0%)
3.	To re-elect Mr. YAM Kam Kwong as an independent non-executive Director of the Company;	759,290,500 (100%)	0 (0%)
4.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration;	759,290,500 (100%)	0 (0%)
5.	To re-appoint Baker Tilly Hong Kong Limited as the auditors of the Company and to authorise the Board to fix the auditors’ remuneration;	759,290,500 (100%)	0 (0%)
6.	To grant a general unconditional mandate to the Directors to allot, issue and deal with new shares of the Company not exceeding 20% of the aggregate number of the issued shares of the Company as at the date of passing of the relevant resolution at the AGM (“ Issue Mandate ”);	759,290,500 (100%)	0 (0%)
7.	To grant a general unconditional mandate to the Directors to purchase or repurchase the Company’s shares not exceeding 10% of the aggregate number of the issued shares of the Company as at the date of passing the relevant resolution at the AGM (“ Repurchase Mandate ”); and	759,290,500 (100%)	0 (0%)
8.	Conditional upon the passing of resolutions nos. 6 and 7, to extend the Issue Mandate granted to the Directors to issue, allot and deal with new shares of the Company by the aggregate number of shares repurchased by the Company under the Repurchase Mandate.	759,290,500 (100%)	0 (0%)

SPECIAL RESOLUTION		No. of votes and percentage	
		For	Against
9.	To approve the proposed amendments to the amended and restated memorandum and articles of association of the Company (the “ Proposed Amendments ”) and to adopt the second amended and restated memorandum and articles of association of the Company incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of, the amended and restated memorandum and articles of association of the Company.	759,290,500 (100%)	0 (0%)

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 authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions number 1 to number 9 above, all these resolutions have been duly passed by the Shareholders as ordinary resolutions.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

Among the Directors, Ms. Tse Yuen Shan Ivy, Mr. Li Chun Hung and Mr. Ong Chor Wei attended the AGM in person and Mr. Yam Kam Kwong, JP and Mr. Lam Tak Ling Derek attended the AGM in electronic mean.

By Order of the Board
Smart Globe Holdings Limited
Lam Tak Ling Derek
Chairman

Hong Kong, 29 May 2023

As at the date of this announcement, the executive Directors are Mr. Lam Tak Ling Derek, Mr. Chan Yee Yeung, Ms. Tse Yuen Shan Ivy; and the independent non-executive Directors are Mr. Li Chun Hung, Mr. Ong Chor Wei and Mr. Yam Kam Kwong, JP.