

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.



TESSON HOLDINGS LIMITED

天臣控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1201)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2023

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

POLL RESULTS OF THE AGM

At the AGM held on 23 June 2023, voting of all the proposed resolutions as set out in the Notice were taken by poll. The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

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

Ordinary Resolutions	Number of Votes (Approximate %)	
	For	Against
1. To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the Directors and auditor for the year ended 31 December 2022.	989,148,590 (100%)	0 (0%)
2.(a) To re-elect the following Directors:		
(i) Mr. Chan Wei as executive Director.	989,148,590 (100%)	0 (0%)
(ii) Dr. Ng Ka Wing as independent non-executive Director.	989,148,590 (100%)	0 (0%)
(iii) Mr. Wang Jinlin as independent non-executive Director.	989,148,590 (100%)	0 (0%)
2.(b) To authorise the Board to fix the respective Directors' remuneration.	989,148,590 (100%)	0 (0%)
3. To re-appoint ZHONGHUI ANDA CPA Limited as the auditor and to authorise the Board to fix the auditor's remuneration.	989,148,590 (100%)	0 (0%)
4.(a) Special business: To grant a general mandate to the Board to allot, issue and deal with additional Shares, not exceeding 20% of the total number of issued Shares as at the date of this Resolution.	989,148,590 (100%)	0 (0%)
4.(b) Special business: To grant a general mandate to the Board to repurchase Shares in the Company, not exceeding 10% of the total number of issued Shares as at the date of this Resolution.	989,148,590 (100%)	0 (0%)
4.(c) Special business: Conditional on the passing of Resolutions 4(a) and 4(b), to extend the general mandate granted by Resolution 4(a) by adding thereto the Shares purchased pursuant to the general mandate granted by Resolution 4(b).	989,148,590 (100%)	0 (0%)

Special Resolutions	Number of Votes (Approximate %)	
	For	Against
5. To approve the proposed amendments to the existing bye-laws of the Company (the “ Existing Bye-laws ”) and the adoption of the new bye-laws of the Company, in substitution for and to the exclusion of the Existing Bye-laws.	989,148,590 (100%)	0 (0%)

Note: Full text of the above resolutions is set out in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 4, each of the resolutions numbered 1 to 4 was duly passed as an ordinary resolution of the Company.

As more than 75% of the votes were cast in favour of the resolution numbered 5, the resolution was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of issued shares of the Company entitling the holders (the “**Shareholders**”) to attend and vote on the resolutions at the AGM was 1,483,486,700. No Shareholder was required to abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting at the AGM. No Shareholder had stated in the Circular an intention to abstain from voting or to vote against the resolutions at the AGM.

The executive Directors, Mr. Tin Kong and Mr. Chan Wei, and the independent non-executive Director, Mr. See Tak Wah, attended the AGM either in person or by electronic means. The executive Directors, Ms. Cheng Hung Mui and Ms. Liu Liu, and the independent non-executive Directors, Dr. Ng Ka Wing and Mr. Wang Jinlin, were unable to attend the AGM due to their other business commitments.

By Order of the Board
Tesson Holdings Limited
Tin Kong
Chairman

Hong Kong, 23 June 2023

As at the date of this announcement, the board of directors of the Company comprises Mr. Tin Kong, Mr. Chan Wei, Ms. Cheng Hung Mui and Ms. Liu Liu as executive Directors, and Dr. Ng Ka Wing, Mr. See Tak Wah and Mr. Wang Jinlin as independent non-executive Directors.