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## **Morimatsu International Holdings Company Limited**

**森松國際控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 2155)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2023**

Reference is made to the circular (the “**Circular**”) of Morimatsu International Holdings Company Limited (the “**Company**”) and the notice of annual general meeting (the “**Notice of AGM**”) both dated 27 April 2023. Unless otherwise stated, capitalised terms herein shall have the same meanings as those defined in the Circular.

The board of Directors (the “**Board**”) is pleased to announce that at the AGM held on Wednesday, 28 June 2023, all proposed Ordinary Resolutions and Special Resolution (collectively the “**Resolutions**”) as set out in the Notice of AGM were duly passed by the Shareholders by way of poll.

As at the date of the AGM, there were 1,180,271,900 Shares in issue. Futu Trustee Limited, in its capacity as the trustee of share scheme of the Company, held 36,597,312 unvested Shares, representing approximately 3.10% of the issued share capital of the Company as at the date of the AGM, was required to abstain and did abstain from voting on the Resolutions proposed at the AGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM was 1,143,674,588. Save as disclosed above, (i) there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules; (ii) no Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the AGM; and (iii) no parties had indicated in the Circular of their intention to vote against or to abstain from voting on any of the Resolutions at the AGM.

Among our Directors, Mr. Matsuhisa Terumoto, Mr. Nishimatsu Koei, Mr. Hirazawa Jungo, Mr. Tang Weihua, Mr. Sheng Ye, Mr. Kawashima Hirotaka, Ms. Chan Yuen Sau Kelly and Mr. Yu Jianguo attended the AGM in person and Mr. Kanno Shinichiro attended the AGM by electronic means.

Tricor Investor Services Limited, the share registrar of the Company, was appointed to act as the scrutineer for the vote-taking at the AGM.

The poll results of the Resolutions are as follows:

Ordinary Resolutions		Votes (%)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditor (the “ <b>Independent Auditor</b> ”) for the year ended 31 December 2022	839,298,596 (100%)	0 (0%)
2	To authorise Board to fix the Directors’ remuneration	839,298,596 (100%)	0 (0%)
3	To re-appoint KPMG as the Independent Auditor and to authorize the Board to fix the Independent Auditor’s remuneration for the year ending 31 December 2023	839,600,596 (100%)	0 (0%)
4	To grant a general mandate to the Directors to issue additional shares	793,420,060 (94.56%)	45,608,536 (5.44%)
5	To grant a general mandate to the Directors to repurchase issued shares	839,600,596 (100%)	0 (0%)
6	To extend the general mandate granted to the Directors to cover the shares repurchased by the Company under the ordinary resolution no. 5	804,265,060 (95.82%)	35,065,536 (4.18%)
Special Resolution		Votes (%)	
		For	Against
7	To approve the amendments to the existing articles of association and to adopt the amended and restated articles of association, in substitution for and to the exclusion of the existing articles of association	828,696,596 (98.70%)	10,904,000 (1.30%)

*Note:* The above table only provides a summary of the Resolutions. Please refer to the Notice of AGM for the full text of the Resolutions.

As more than 50% of the votes were cast in favor of each of the Ordinary Resolutions nos. 1 to 6 and more than 75% of the votes were cast in favor of Special Resolution no. 7, the Resolutions were duly passed as ordinary resolutions and special resolution, respectively by the Shareholders by way of poll at the AGM.

By Order of the Board  
**Morimatsu International Holdings Company Limited**  
**Nishimatsu Koei**  
*Chief executive officer and executive Director*

Hong Kong, 28 June 2023

*As at the date of this announcement, the executive Directors are Mr. Nishimatsu Koei, Mr. Hirazawa Jungo, Mr. Tang Weihua, Mr. Sheng Ye and Mr. Kawashima Hirotaka; the non-executive Director is Mr. Matsuhisa Terumoto; and the independent non-executive Directors are Ms. Chan Yuen Sau Kelly, Mr. Kanno Shinichiro and Mr. Yu Jianguo.*