

*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.*



## **SINO GOLF HOLDINGS LIMITED**

**順龍控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00361)**

### **POLL RESULTS OF 2023 ANNUAL GENERAL MEETING HELD ON 17 AUGUST 2023 AND ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS**

The Board is pleased to announce that at the AGM held on Thursday, 17 August 2023, all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

The adoption of the Amended and Restated Bye-laws has been approved by the Shareholders by way of a special resolution at the AGM.

Reference is made to the circular (the “**Circular**”) of Sino Golf Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting both dated 21 July 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 2023 ANNUAL GENERAL MEETING HELD ON 17 AUGUST 2023**

The Board is pleased to announce that at the AGM held on Thursday, 17 August 2023, all the resolutions as set out in the Notice were taken by poll. The Company’s Hong Kong branch share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

\* *For identification purpose only*

As at the date of the AGM, the total number of issued Shares was 5,201,250,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM. A total of 2,862,112,800 Shares were held by the Shareholders who have attended and voted for or against the resolutions at the AGM. To the best of the Director's knowledge, information and belief having made all reasonable enquiries, there were no Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM. The voting results in respect of the resolutions were as follows:

<b>Ordinary Resolutions</b>		<b>Number of votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the auditor of the Company for the year ended 31 December 2022	2,862,112,800 (100%)	0 (0%)
2.	To re-elect Mr. Ho Kwong Yu as independent non-executive director	2,862,112,800 (100%)	0 (0%)
3.	To re-elect Ms. Lin Lin as independent non-executive director	2,862,112,800 (100%)	0 (0%)
4.	To authorise the board of directors of the Company to fix the Company's directors' remuneration	2,862,112,800 (100%)	0 (0%)
5.	To re-appoint Grant Thornton Hong Kong Limited as the Company's auditor and to authorise the board of directors of the Company to fix its remuneration	2,862,112,800 (100%)	0 (0%)
6.	To grant a general mandate to the directors to issue the Company's shares	2,862,112,800 (100%)	0 (0%)
7.	To grant a general mandate to the directors to repurchase the Company's shares	2,862,112,800 (100%)	0 (0%)
8.	To add the number of shares repurchased by the Company to the mandate granted to the directors under resolution no. 6	2,862,112,800 (100%)	0 (0%)
<b>Special Resolution</b>		<b>Number of votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
9.	To approve the Proposed Amendments as set out in Appendix III to the Circular and the Company's adoption of the Amended and Restated Bye-laws of the Company incorporating and consolidating all the Proposed Amendments.	2,862,112,800 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 8, all the resolutions numbered 1 to 8 as set out in the Notice were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the resolution numbered 9, the resolution numbered 9 as set out in the Notice was duly passed as a special resolution of the Company.

All the Directors have attended the AGM.

#### **ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS**

The adoption of the Amended and Restated Bye-laws has been approved by the Shareholders by way of a special resolution at the AGM. The full text of the Amended and Restated Bye-laws will be published on the websites of the Company and the Stock Exchange.

By order of the Board  
**Sino Golf Holdings Limited**  
**Huang Bangyin**  
*Chairman*

Hong Kong, 17 August 2023

*As at the date of this announcement, the Board comprises (i) Mr. Huang Bangyin and Mr. Chu Chun Man, Augustine as executive Directors; (ii) Mr. Wong Hin Shek as non-executive Director; and (iii) Mr. Sheng Baojun, Mr. Ho Kwong Yu and Ms. Lin Lin as independent non-executive Directors.*