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Pine Care Group Limited
松齡護老集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1989)

**POLL RESULTS OF
THE ANNUAL GENERAL MEETING HELD ON 22 AUGUST 2023**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 22 August 2023 have been passed.

The board of directors (the “**Board**”) of Pine Care Group Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 22 August 2023 (the “**AGM**”) were duly passed by way of poll. All directors of the Company, except Mr. Lam Cheung Wai and Mr. Wong Kit Loong, attended the AGM. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
1.	To consider, adopt and receive the audited consolidated financial statements of the Company and the reports of the directors and auditor of the Company for the year ended 31 March 2023.	871,170,098 (99.99%)	50 (0.01%)
2.	To re-elect Mr. Choi Wun Hing Donald as a non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Wong Hung Han as a non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
4.	To re-elect Mr. Tsang Tin For as a non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
5.	To re-elect Mr. Wu Tat Ming Damein as a non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
6.	To re-elect Ms. Hui Wai Man as a non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
7.	To re-elect Mr. Lam Cheung Wai as an independent non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
8.	To re-elect Mr. Wong Kam Pui as an independent non-executive director of the Company.	871,170,148 (100.00%)	0 (0.00%)
9.	To authorise the Board to fix the respective directors' remuneration.	871,170,148 (100.00%)	0 (0.00%)
10.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix the auditor's remuneration.	871,170,148 (100.00%)	0 (0.00%)
11.	To give a general mandate to the directors of the Company to repurchase the Company's shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution (the " Buyback Mandate ").	871,170,098 (99.99%)	50 (0.01%)
12.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution (the " Issuance Mandate ").	871,170,098 (99.99%)	50 (0.01%)
13.	Conditional upon the passing of resolutions nos. 11 and 12, to extend the Issuance Mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the total number of shares repurchased by the Company under the Buyback Mandate.	871,170,098 (99.99%)	50 (0.01%)

As all or more than a simple majority of the votes were cast in favour of each of the above resolutions nos. 1 to 13, all such ordinary resolutions were duly passed.

Special Resolution		Number of Votes (%) ^{(Note (a))}	
		For	Against
14.	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing memorandum of association and articles of association of the Company (the “ Existing Memorandum and Articles ”); to adopt the second amended and restated memorandum of association and articles of association of the Company (the “ New Memorandum and Articles ”) incorporating and consolidating the Proposed Amendments in substitution for, and to the exclusion of, the Existing Memorandum and Articles; and to authorise any director, registered office provider or the company secretary of the Company to do all things necessary or expedient to give effect to the adoption of the New Memorandum and Articles.	871,170,148 (100.00%)	0 (0.00%)
As all the votes were cast in favour of the above resolution no. 14, such special resolution was duly passed.			

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) The total number of shares of the Company in issue as at the date of the AGM: 902,880,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 902,880,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (e) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 21 July 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s Branch Share Registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
Pine Care Group Limited
Choi Wun Hing Donald
Chairman and Non-executive Director

Hong Kong, 22 August 2023

As at the date of this announcement, the Board comprises ten directors, namely, Mr. Choi Wun Hing Donald (Chairman of the Board), Mr. Wong Hung Han, Mr. Tsang Tin For, Mr. Wu Tat Ming Damein and Ms. Hui Wai Man as non-executive directors; Mr. Chan Yip Keung as executive director; and Mr. Yuen Tak Tim Anthony, Mr. Lam Cheung Wai, Mr. Wong Kam Pui and Mr. Wong Kit Loong as independent non-executive directors.