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BC TECHNOLOGY GROUP LIMITED

BC 科技集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 863)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 4 JANUARY 2024

The Board is pleased to announce that all the resolutions as set out in the EGM Notice were duly passed at the EGM held on 4 January 2024.

References are made to the notice of extraordinary general meeting (the “**EGM**”) dated 18 December 2023 (the “**EGM Notice**”) and the circular dated 18 December 2023 (the “**Circular**”) of BC Technology Group Limited (the “**Company**”) in relation to, among others, (i) the issue of new Shares under the Specific Mandate; (ii) the Proposed Name Change; and (iii) the Proposed Amendments and the adoption of the New Memorandum and Articles of Association. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the resolutions were duly passed by the Shareholders by way of poll at the EGM. The poll results for the resolutions are as follows:

Ordinary Resolution		Number of votes (Approximate %)		Total votes
		For	Against	
1.	<p>(a) The subscription agreement entered into between BGX Group Holding Limited (as subscriber) and the Company (as issuer) on 13 November 2023, pursuant to which the Company has conditionally agreed to allot and issue, and the subscriber has conditionally agreed to subscribe for a total of 187,600,000 Subscription Shares at the Subscription Price of HK\$3.80 per Subscription Share, a copy of which has been produced to the EGM and initialed by the chairman of the EGM for the purpose of identification, and the transactions contemplated thereunder, be and is hereby approved, confirmed and ratified;</p> <p>(b) the Directors be and are hereby granted a specific mandate to exercise all the powers of the Company to allot and issue the Subscription Shares, subject to and in accordance with the terms and conditions set out in the Subscription Agreement;</p> <p>(c) any one Director be and is hereby authorised for and on behalf of the Company to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient to carry out or give effect to the Subscription Agreement and transactions contemplated thereunder (including the allotment and issue of the Subscription Shares pursuant thereto), and to agree to such variation, amendment or waiver as are, in the opinion of such Director, in the interest of the Company and its shareholders as a whole.</p>	263,657,886 (100.00%)	0 (0.00%)	263,657,886

Special Resolutions		Number of votes (Approximate %)		Total votes
		For	Against	
2.	Subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “BC Technology Group Limited” to “OSL Group Limited” and the dual foreign name of the Company in Chinese be changed from “BC 科技集團有限公司” to “OSL集團有限公司”, with effect from the date on which a certificate of incorporation on change of name is issued by the Registrar of Companies in the Cayman Islands (the “ Effective Date ”), and that any one of the Directors or the company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents as he/she considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Proposed Name Change and to attend to any necessary registration and/or filing for and on behalf of the Company.	263,657,886 (100.00%)	0 (0.00%)	263,657,886
3.	Subject to the Proposed Name Change becoming effective, the proposed amendments (the “ Proposed Amendments ”) to the existing memorandum and articles of association the Company as set forth in the Appendix to the Circular be and are hereby approved; and the third amended and restated memorandum and articles of association of the Company (the “ Amended M&A ”), a form of which is produced to the EGM, marked “A” and initialed by the chairman of the EGM for the purpose of identification, which incorporates and consolidates all the Proposed Amendments, be and is hereby approved and adopted, in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with effect from the Effective Date, and that any one or more Directors be and are hereby authorised to, do all acts and things necessary, appropriate, desirable or expedient to give effect to the Proposed Amendments and the adoption of the Amended M&A, including but not limited to, attending to any, necessary registration and/or filing of the Amended M&A and all requisition documents for and on behalf of the Company.	263,657,886 (100.00%)	0 (0.00%)	263,657,886

The description of the resolutions above is by way of summary only. The full text appears in the EGM Notice.

As more than 50% of the votes were cast in favour of the above ordinary resolution numbered 1, such resolution was duly passed as an ordinary resolution of the Company. As more than 75% of the votes were cast in favour of each of the above special resolutions numbered 2 and 3, such resolutions were duly passed as special resolutions of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the EGM.

All of the Directors, including the executive Directors, namely Mr. Lo Ken Bon, Mr. Ko Chun Shun, Johnson, Mr. Madden Hugh Douglas, Mr. Chapman David James and Mr. Tiu Ka Chun, Gary and the independent non-executive Directors, namely Mr. Chau Shing Yim, David, Mr. Chia Kee Loong, Lawrence and Mr. Tai Benedict, have attended the EGM, either in persons or by electronic means.

Notes:

- (a) The total number of Shares in issue as at the date of the EGM: 438,453,184 Shares of HK\$0.01 each, which is the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the EGM.
- (b) There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting on the resolutions at the EGM under the Listing Rules.
- (c) There was no restriction on any Shareholder casting votes in any of the resolutions at the EGM and there were no Shares entitling the Shareholders to attend and vote only against the resolutions at the EGM.
- (d) No person has indicated in the Circular that he/she/it intends to abstain from voting on, or vote against any of the resolutions at the EGM.

By Order of the Board
BC Technology Group Limited
Lo Ken Bon
Executive Director

Hong Kong, 4 January 2024

As at the date of this announcement, the executive Directors are Mr. Lo Ken Bon, Mr. Ko Chun Shun, Johnson, Mr. Madden Hugh Douglas, Mr. Chapman David James and Mr. Tiu Ka Chun, Gary and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. Chia Kee Loong, Lawrence and Mr. Tai Benedict.