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## POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 17 JANUARY 2024

References are made to the circular (the “**Circular**”) and the notice of special general meeting of Midland Holdings Limited (the “**Company**”) dated 22 December 2023. Unless otherwise specified, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

The Board is pleased to announce that the resolution proposed at the SGM held on 17 January 2024 was duly passed by the Independent Shareholders by way of poll. All Directors attended the SGM in person. The poll results in respect of the resolution proposed at the SGM are as follows:

Ordinary Resolution	Number of Votes (Approximate %)	
	For	Against
<p>(a) To approve, ratify and confirm the entering into of the Cross Referral Services Framework Agreement (2023) between the Company and Legend Upstar Holdings Limited, and the transactions contemplated thereunder and in connection therewith and any other documents ancillary to it;</p> <p>(b) To approve, ratify and confirm the Proposed Annual Caps in relation to the Cross Referral Services Framework Agreement (2023); and</p> <p>(c) To authorize any Director(s) for and on behalf of the Company to do all acts and things and execute any agreements, deeds, instruments and any other documents, under hand or under seal, or make such arrangement as he/she/they may determine to be appropriate, necessary or desirable to give effect to or in connection with the Cross Referral Services Framework Agreement (2023) and the transactions contemplated thereunder.</p>	<p>150,290,940 (100%)</p>	<p>0 (0%)</p>
<p>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed by the Independent Shareholders as an ordinary resolution.</p>		

Shareholders may refer to the Circular for details of the above resolution proposed at the SGM. The Circular may be viewed and downloaded from the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.midland.com.hk](http://www.midland.com.hk)).

As at the date of the SGM, (i) the total number of issued Shares was 717,086,005 Shares; and (ii) Mr. Wong was indirectly interested in 265,525,824 Shares (representing approximately 37.03% of all issued Shares). Mr. Wong and his associates were required under the Listing Rules to abstain, and had abstained, from voting on the resolution at the SGM. Accordingly, the number of Shares entitling the holders to attend and vote on the resolution at the SGM was 451,560,181 Shares (representing approximately 62.97% of all issued Shares). There were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the SGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, there were no other Shareholders required to abstain from voting on the resolution at the SGM under the Listing Rules. No Shareholder has stated his/her/its intention in the Circular to vote against the resolution at the SGM.

Tricor Abacus Limited, the Company's Hong Kong branch share registrar and transfer office, was appointed as the scrutineer for vote-taking at the SGM.

By Order of the Board  
**Midland Holdings Limited**  
**MUI Ngar May, Joel**  
*Company Secretary*

Hong Kong, 17 January 2024

*As at the date of this announcement, the Board comprises seven Directors, of which four are Executive Directors, namely Mr. WONG Kin Yip, Freddie, Ms. WONG Ching Yi, Angela, Mr. WONG Tsz Wa, Pierre and Mr. SZE Ka Ming; and three are Independent Non-Executive Directors, namely Mr. HO Kwan Tat, Ted, Mr. SUN Tak Chiu and Mr. CHAN Nim Leung Leon.*