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Plus Group Holdings Inc.

普樂師集團控股有限公司

(A company incorporated in the Cayman Islands with limited liability)

(Stock Code: 2486)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 MAY 2024; AND RESIGNATION OF NON-EXECUTIVE DIRECTORS

ANNUAL GENERAL MEETING

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting held on 24 May 2024 (the “**AGM**”) of Plus Group Holdings Inc. (the “**Company**”), both dated 30 April 2024, and the announcement of the Company dated 21 May 2024 in relation to the retirement of auditor and withdrawal of the ordinary resolution numbered 7 at the AGM (the “**Announcement**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Circular and the Announcement.

POLL RESULTS OF THE AGM

The Board is pleased to announce that except for the resolution numbered 7, all of the proposed resolutions as set out in the AGM Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) as ordinary resolutions by way of poll at the AGM held on 24 May 2024. The poll results in respect of the resolutions passed at the AGM are as follows:

ORDINARY RESOLUTIONS ^(Note 1)		NO. OF VOTES (%)	
		FOR	AGAINST
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023.	99,239,610 (100%)	0 (0%)

ORDINARY RESOLUTIONS ^(Note 1)		NO. OF VOTES (%)	
		FOR	AGAINST
2.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.	99,239,610 (100%)	0 (0%)
3.	To grant a general mandate to the Directors to repurchase shares of the Company.	99,239,610 (100%)	0 (0%)
4.	To extend the general mandate granted to the Directors to issue shares of the Company by adding thereto the shares to be repurchased by the Company.	99,239,610 (100%)	0 (0%)
5(i).	To re-elect Mr. Lau Man Tak as an independent non-executive Director.	99,239,610 (100%)	0 (0%)
5(ii).	To re-elect Ms. Li Yingkai as an independent non-executive Director.	99,239,610 (100%)	0 (0%)
5(iii).	To re-elect Mr. Ngan Wing Ho as an independent non-executive Director.	99,239,610 (100%)	0 (0%)
6.	To authorise the Board to fix the remuneration of the Directors.	99,239,610 (100%)	0 (0%)
7.	To re-appoint PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and authorise the Board to fix its remuneration.	Withdrawn <i>(Note 2)</i>	Withdrawn <i>(Note 2)</i>

Notes:

1. Please refer to the AGM Notice for the full text of the resolutions above. An ordinary resolution is passed by more than 50% of votes casted in favour of it.
2. As disclosed in the Announcement, PricewaterhouseCoopers decided not to stand for re-appointment as the auditor of the Company upon expiration of its current term of office at conclusion of the AGM as a result of its internal annual assessment, resolution numbered 7 has been withdrawn and has not been put forward for consideration by the Shareholders at the AGM.

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 6, all the resolutions were duly passed as ordinary resolutions of the Company by way of poll at the AGM.

GENERAL

As at the date of the AGM, the number of issued Shares was 120,701,800 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. To the best knowledge, information and belief of the Company: (i) there were no Shares entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules; (ii) no Shareholders were required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM; and (iii) none of the Shareholders has stated any intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Company's share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

Mr. Yang Hong and Mr. Lau Man Tak attended the AGM in person. Mr. Sun Guangjun, Mr. Li Jianbo, Ms. Li Yingkai and Mr. Ngan Wing Ho attended the AGM by electronic means. Mr. Zhong Jiesheng was unable to attend the AGM due to his other business arrangement.

RESIGNATION OF NON-EXECUTIVE DIRECTORS

The Board also announces that Mr. Li Jianbo and Mr. Zhong Jiesheng have resigned as non-executive Directors with effect after the AGM due to their other personal commitment which requires more of their dedications. Mr. Li Jianbo and Mr. Zhong Jiesheng have confirmed they have no disagreement with the Board and there is no matter relating to their resignations that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Li Jianbo and Mr. Zhong Jiesheng for their valuable contributions to the Company during their tenure of office.

By order of the Board
Plus Group Holdings Inc.
Mr. Sun Guangjun

Chairman, Executive Director and chief executive officer

Hong Kong, 24 May 2024

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Sun Guangjun as the chairman, an executive Director and chief executive officer, and Mr. Yang Hong as an executive Director and Mr. Lau Man Tak, Ms. Li Yingkai and Mr. Ngan Wing Ho as independent non-executive Directors.