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BAGUIO GREEN GROUP LIMITED

碧瑤綠色集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1397)

POLL RESULTS OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 31 MAY 2024

The Board is pleased to announce that all the ordinary resolutions set out in the Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 May 2024.

Reference is made to the notice of the annual general meeting (the “AGM”) of Baguio Green Group Limited (the “Company”) dated 26 April 2024 (the “Notice”) and the circular of the Company dated 26 April 2024 (the “Circular”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions set out in the Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 May 2024. The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

Details of the poll results in respect of the ordinary resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements, the directors' report and the auditors' report for the year ended 31 December 2023.	320,892,200 (99.69%)	1,004,000 (0.31%)
2.	To declare a final dividend of HK3.4 cents per ordinary share of the Company for the year ended 31 December 2023.	320,892,200 (99.69%)	1,004,000 (0.31%)
3.	(A) To re-elect Mr. Ng Wing Hong as an executive director of the Company.	320,892,200 (99.69%)	1,004,000 (0.31%)
	(B) To re-elect Ms. Ng Yuk Kwan Phyllis as an executive director of the Company.	320,892,200 (99.69%)	1,004,000 (0.31%)
	(C) To authorise the board of directors of the Company to fix the directors' remuneration.	301,792,200 (93.75%)	20,104,000 (6.25%)
4.	To re-appoint KPMG as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	320,892,200 (99.69%)	1,004,000 (0.31%)
5.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company (excluding Treasury Shares) as at the date of passing this resolution.	301,748,200 (93.74%)	20,148,000 (6.26%)
	(B) To grant a general mandate to the directors of the Company to buy back shares not exceeding 10% of the issued share capital of the Company (excluding Treasury Shares) as at the date of passing this resolution.	321,896,200 (100.00%)	0 (0.00%)
	(C) To extend the general mandate to allot, issue and deal with the additional shares by adding the nominal amount of the shares bought back by the Company to the general mandate granted to the directors of the Company under resolution no. 5(B) of the Notice.	301,748,200 (93.74%)	20,148,000 (6.26%)

Note: For the full text of the above resolutions, please refer to the Notice.

As more than 50% of the votes were casted in favour of all the ordinary resolutions above, the above resolutions were duly passed as ordinary resolutions of the Company.

The executive Directors of the Company, Mr. Ng Wing Hong and Ms. Ng Yuk Kwan Phyllis; and independent non-executive Directors of the Company, Mr. Sin Ho Chiu, Mr. Lau Chi Yin Thomas and Professor Cheng Edwin Tai Chiu attended the AGM.

As at the date of the AGM, the total number of issued Shares was 415,000,000 Shares, representing the total number of Shares entitling the holders thereof to attend and vote for or against all the ordinary resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against any resolution at the AGM and there were no restrictions on the Shareholders to cast votes on any proposed resolution at the AGM. The total Shares with voting rights represented by the Shareholders attending the AGM were 321,896,200 Shares, representing approximately 77.57% of the total issued Shares as at the date of the AGM.

In relation to resolution No. 2 above, the dividends will be payable to the Shareholders whose names appear on the register of members of the Company on 24 June 2024.

By order of the Board
Baguio Green Group Limited
Ng Wing Hong
Chairman

Hong Kong, 31 May 2024

As at the date of this announcement, the Board comprises Mr. Ng Wing Hong, Ms. Ng Yuk Kwan Phyllis and Ms. Leung Shuk Ping as executive Directors and Mr. Sin Ho Chiu, Mr. Lau Chi Yin Thomas and Professor Cheng Edwin Tai Chiu as independent non-executive Directors.