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Value Convergence Holdings Limited

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 6 JUNE 2024

The Board is pleased to announce that the Resolution was duly passed by the Shareholders by way of poll at the EGM held on 6 June 2024.

References are made to the circular of Value Convergence Holdings Limited (the “**Company**”) dated 22 May 2024 (the “**Circular**”) and the proposed ordinary resolution (the “**Resolution**”) set out in the notice of the extraordinary general meeting (the “**EGM**”) of the Company dated 22 May 2024 (the “**EGM Notice**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the EGM was held at 7th Floor, Centre Point, 181-185 Gloucester Road, Wanchai, Hong Kong on Thursday, 6 June 2024 at 11:00 a.m. The Resolution was duly passed by the Shareholders by way of poll. The Company’s share registrar, Tricor Abacus Limited, was appointed as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the Resolution put to vote at the EGM are set out as follows:

Ordinary Resolution <i>(Note 1)</i>	Number of votes (% in approximate) <i>(Note 2)</i>	
	For	Against
To approve, confirm and ratify the CB Placing Agreement and all the transactions contemplated thereunder; and the granting of a specific mandate to the Directors to allot and issue the Placing Conversion Shares; and the granting of authorisation to any one of the Directors to do all such acts and things, to sign and execute such documents or agreements on behalf of the Company and to do such other things and to take all such actions as he/she considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the CB Placing Agreement and all transactions contemplated thereunder.	638,864,054 (100%)	0 (0%)

Notes:

- (1) The description of the Resolution above is by way of summary only. The full text appears in the EGM Notice.
- (2) The percentage of voting is based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person or by proxy.
- (3) There was no Share actually voted but excluded from calculating the poll results of the Resolution.

As more than 50% of the votes were cast in favour of the Resolution by the Shareholders attending the EGM, in person or by proxy, the Resolution was duly passed as an ordinary resolution.

As at the date of the EGM, the total number of Shares in issue was 2,473,523,040, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution at the EGM. There was no Share entitling the holder to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the Resolution at the EGM. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.

All Directors attended the EGM either in person or through electronic means of communication.

By order of the Board of
Value Convergence Holdings Limited
Fu Yiu Man, Peter
Chairman & Executive Director

Hong Kong, 6 June 2024

As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Fu Yiu Man, Peter (Chairman), Mr. Wong Kam Fat, Tony (Vice chairman), Mr. Lin Hoi Kwong, Aristo, Ms. Li Cindy Chen and Mr. Zhang Nu; and three independent non-executive Directors, namely, Mr. Wong Chung Kin, Quentin, Mr. Siu Miu Man, Simon, MH and Mr. Au Tin Fung, Edmund.