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Be Friends Holding Limited

交個朋友控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1450)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON THURSDAY, 6 JUNE 2024

The Board is pleased to announce that all the resolutions proposed at the AGM held on 6 June 2024 were duly passed.

The board of directors (the “**Board**”) of Be Friends Holding Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company held on 6 June 2024 (the “**AGM**”) as follows:

Ordinary Resolutions		Number of Votes (Approximate %) ^{(Note (a))}	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and independent auditor of the Company for the year ended 31 December 2023.	695,207,286 (100%)	0 (0%)
2.	To re-elect Ms. Zhao Hui Li as an executive director of the Company.	695,205,324 (99.99%)	1,962 (0.01%)
3.	To re-elect Dr. Yu Guo Jie as an independent non-executive director of the Company.	695,207,286 (100%)	0 (0%)
4.	To re-elect Mr. Kong Hua Wei as an independent non-executive director of the Company.	695,207,286 (100%)	0 (0%)
5.	To authorise the board of Directors (the “ Board ”) to fix the respective Directors’ remuneration.	695,207,286 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
6.	To re-appoint Mazars CPA Limited as auditor of the Company and to authorise the Board to fix their remuneration.	695,207,286 (100%)	0 (0%)
7.	To give a general mandate to the Directors to repurchase shares of the Company (the “ Shares ”) not exceeding 10% of total number of issued Shares as at the date of passing of this resolution.	695,207,286 (100%)	0 (0%)
8.	To give a general mandate to the Directors to allot, issue and deal with additional Shares (including resale of any treasury shares of the Company (if any) subject to the amendments to the Listing Rules relating to treasury shares published by the Stock Exchange on 12 April 2024 becoming effective on 11 June 2024) not exceeding 20% of the total number of issued Shares of the Company as at the date of passing of this resolution.	694,231,324 (99.86%)	975,962 (0.14%)
9.	Conditional upon the passing of resolution nos. 7 and 8, to extend the general mandate granted to the Directors to allot, issue and deal with additional Shares (including resale of any treasury shares of the Company (if any) subject to the amendments to the Listing Rules relating to treasury shares published by the Stock Exchange on 12 April 2024 becoming effective on 11 June 2024) by the aggregate number of the Shares repurchased by the Company.	694,231,324 (99.86%)	975,962 (0.14%)
Special Resolution		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
10.	To approve the adoption of the new memorandum and articles of association of the Company and to authorize any one director or company secretary of the Company to do all things necessary to implement the adoption of the new memorandum and articles of association of the Company.	695,207,286 (100%)	0 (0%)

Notes:

- (a) The number and percentage of votes are based on the total number of Shares voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As a majority of the votes were cast in favour of each of the ordinary resolutions nos. 1 to 9, all such ordinary resolutions were duly passed.
- (c) As more than 75% of the votes were cast in favour of the special resolution no. 10, such special resolution was duly passed.
- (d) The total number of Shares in issue as at the date of the AGM was 1,390,841,163 Shares.
- (e) The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 1,390,841,163 Shares.
- (f) The total number of Shares entitling the holders to attend but requiring the holders to abstain from voting in favour of the resolutions at the AGM (as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)): Nil.
- (g) The total number of Shares that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (h) None of the shareholders of the Company have stated their intention in the Company’s circular dated 23 April 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (i) The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (j) All Directors attended the AGM in person or by electronic means.

By Order of the Board
Be Friends Holding Limited
Li Jun
Chairman

Hong Kong, 6 June 2024

As at the date of this announcement, the executive Directors are Mr. Li Jun, Mr. Lo Chi Sum, Mr. Li Liang and Ms. Zhao Hui Li; and the independent non-executive Directors are Mr. Ma Zhan Kai, Dr. Yu Guo Jie and Mr. Kong Hua Wei.