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## **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 7 JUNE 2024**

The board (the “**Board**”) of directors (the “**Directors**”) of China Uptown Group Company Limited (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held at Suite 1501, 15th Floor, Tower 1, Silvercord 30 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong at 11:00 a.m. on Friday, 7 June 2024 (the “**EGM**”), the proposed resolution (the “**Resolution**”) as set out in the circular (the “**Circular**”) incorporating a notice of the EGM dated 22 May 2024 (the “**Notice**”) was duly passed by the Independent Shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

Mr. Pang Chung Fai Benny acted as the chairman of the EGM. Mr. Pang Chung Fai Benny, Mr. Fu Yongyuan, Mr. Zhang Xiao Jun and Mr. Liang Zhichao as executive Directors; and Mr. Yau Sze Yeung, Mr. Chen Weijiang and Mr. Lee Chun Tung as independent non-executive Directors, attended the EGM in person or by electronic means.

The poll results in respect of the Resolution proposed at the EGM were as follows:

<b>ORDINARY RESOLUTION</b>		<b>Number of votes cast (Approximate %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To approve the proposed Rights Issue, the Placing Agreement and the transactions contemplated thereunder as set out in the Notice	96,360,018 (100%)	0 (0%)

*Note: The full text of the Resolution appears in the Notice.*

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

As at the date of the EGM, the total number of issued and fully paid-up Shares was 305,357,052 Shares. In accordance with Rule 7.27A of the Listing Rules, as the Rights Issue will increase the total number of issued Shares by more than 50% within a 12 month period, the Rights Issue is subject to the approval by the Independent Shareholders at the EGM by way of poll at which the controlling shareholders and their associates or, where there are no controlling shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the resolution(s) relating to the Rights Issue at the EGM.

As at the date of the EGM, the Company does not have any controlling shareholder and none of the Directors or the chief executives of the Company and their respective associates have an interest in any Shares. Accordingly, at the EGM, there were 305,357,052 Shares entitling the Shareholders to attend and vote on the Resolution.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, there were no Shares entitling the holder to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 7.27A of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the EGM.

None of the Shareholders had indicated in the Circular of his/her/its intention to vote against or to abstain from voting on the Resolution at the EGM.

The Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, acted as the scrutineer for the purpose of vote taking at the EGM.

**COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS AND EXPECTED DATE THE PROSPECTUS DOCUMENTS WILL BE MADE AVAILABLE TO THE SHAREHOLDERS**

The Rights Issue will proceed in accordance with the expected timetable as set out in the Circular. Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-rights basis is Tuesday, 11 June 2024. The Shares will be dealt with on an ex-rights basis from Wednesday, 12 June 2024. The Prospectus Documents are expected to be despatched to the Shareholders on Friday, 21 June 2024.

By Order of the Board  
**China Uptown Group Company Limited**  
**Pang Chung Fai Benny**  
*Chairman*

Hong Kong, 7 June 2024

*As at the date of this announcement, the Board consists of four executive Directors, namely Mr. Pang Chung Fai Benny (Chairman), Mr. Fu Yongyuan, Mr. Zhang Xiao Jun and Mr. Liang Zhichao, and three independent non-executive Directors, namely Mr. Yau Sze Yeung, Mr. Chen Weijiang and Mr. Lee Chun Tung.*