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Sandmartin International Holdings Limited

聖馬丁國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 482)

POLL RESULTS OF THE AGM HELD ON 7 JUNE 2024

References are made to the circular (the “Circular”) and the notice (the “Notice”) of the AGM both dated 30 April 2024. Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that each of the proposed resolutions as set out in the Notice (the “Resolutions”) was duly passed as an ordinary resolution of the Company by the Shareholders by way of poll at the AGM held on 7 June 2024.

Full text of the Resolutions is set out in the Notice, a copy of which is set out in the Circular. The poll results in respect of the respective Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%) ^(Note)	
		FOR	AGAINST
1.	To consider and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2023 together with the reports of the directors and of the auditor thereon.	613,870,033 (100%)	0 (0%)
2.	(a) To re-elect Mr. Hung Tsung Chin as an executive director of the Company.	613,870,033 (100%)	0 (0%)
	(b) To re-elect Mr. Wu Chia Ming as an independent non-executive director of the Company.	613,870,033 (100%)	0 (0%)
	(c) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	613,870,033 (100%)	0 (0%)

* For identification purpose only

ORDINARY RESOLUTIONS		Number of Votes (%) ^(Note)	
		FOR	AGAINST
3.	To re-appoint BDO Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.	613,870,033 (100%)	0 (0%)
4.	To grant a general mandate to the board of directors of the Company to repurchase shares of the Company.	613,870,033 (0%)	0 (0%)
5.	To grant a general mandate to the board of directors of the Company to allot, issue and deal with additional shares of the Company.	613,870,033 (100%)	0 (0%)
6.	To extend the general mandate granted by resolution no. 5 by adding the shares repurchased pursuant to the general mandate granted by resolution no. 4.	613,870,033 (100%)	0 (0%)

Note: The number of votes and the percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of each of the Resolutions, all of them were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 1,230,403,725 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM. There was no Share entitling any Shareholder to attend but abstain from voting in favour of the Resolutions at the AGM. There were no restrictions on any Shareholders casting votes on any of the Resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting at the AGM and no Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The executive directors, Mr. Hung Tsung Chin and Mr. Chen Wei Chun and the independent non-executive director, Ms. Chen Wei-Hui, attended the AGM. The non-executive director, Mr. Kuo Jen Hao, and the independent non-executive directors, Mr. Wu Chia Ming and Mr. Lu Ming-Shiuan did not attend the AGM due to their respective other business commitments.

By order of the Board
Sandmartin International Holdings Limited
Kuo Jen Hao
Chairman

Hong Kong, 7 June 2024

As at the date of this announcement, the directors of the Company are:

Executive Directors

Mr. Hung Tsung Chin and Mr. Chen Wei Chun

Non-Executive Director

Mr. Kuo Jen Hao (Chairman)

Independent Non-Executive Directors

Mr. Wu Chia Ming, Ms. Chen Wei-Hui and Mr. Lu Ming-Shiuan