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SOUNDWILL HOLDINGS LIMITED

金朝陽集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 878)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 14 JUNE 2024

Reference is made to notice of the special general meeting (the “**SGM**”) of Soundwill Holdings Limited (the “**Company**”) (the “**Notice of SGM**”) and the circular of the Company (the “**Circular**”) both dated 24 May 2024.

At the SGM held on 14 June 2024, a poll was demanded by the chairman of the meeting for voting on the proposed resolution as set out in the Notice of SGM (the “**Resolution**”). All directors of the Company attended the SGM in person.

The board of directors of the Company (the “**Board**”) is pleased to announce that the Resolution was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of a poll at the SGM. The poll result in respect of the Resolution is as follows:

| | | Number of Votes (%) | |
|---------------------|---|-----------------------|-----------|
| Ordinary Resolution | | For | Against |
| 1. | (a) To confirm, authorize and approve the Possible Very Substantial Disposal (as defined in the Circular); (b) the directors of the Company (the “ Directors ”) be and are hereby authorized to effect the Possible Very Substantial Disposal (as defined in the Circular) at any public auction of the Lot (as defined in the Circular), including but not limited to, the Further Auction (as defined in the Circular), to be held by order of the Lands Tribunal, at or above the reserve price determined by the Lands Tribunal, including but not limited to, the Revised Reserve Price (as defined in the Circular) during the period of twelve (12) months from the date of passing this resolution; (c) any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under | 215,330,345 (100%) | 0 (0%) |

| | | | |
|--|---|--|--|
| | <p>seal) be and is hereby authorized for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts, matters or things as they may in their absolute discretion consider necessary, desirable or expedient for the purposes of or in connection with implementing, completing and giving effect to the Possible Very Substantial Disposal (as defined in the Circular) as they may in their absolute discretion consider necessary or desirable with full power to authorize any other person to do so in the name of and as the act of the Company or its subsidiary, during the period of twelve (12) months from the date of passing this resolution; and</p> <p>(d) any action(s) taken by any Directors to give effect to and in connection with the Possible Very Substantial Disposal (as defined in the Circular) prior to the date of this resolution be and is(are) hereby approved, confirmed, ratified and adopted in all respects as fully as if such action(s) has been presented to for approval, and approved by, the shareholders of the Company prior to such actions(s) being taken.</p> | | |
|--|---|--|--|

As at the date of the SGM, (a) the total number of issued shares of the Company was 283,308,635, which was the total number of shares entitling the Shareholders to attend and vote for or against the Resolution at the SGM; (b) there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the SGM 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**”); (c) there were no shares requiring the Shareholders to abstain from voting at the SGM under the Listing Rules; and (d) there were no Shareholders that had stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution.

The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed and present as the scrutineer for the vote-taking at the SGM.

As stated in the Circular, Ko Bee Limited and Full Match Limited, had irrevocably undertaken that they will vote in favour of the Resolution, and, on the date of the SGM, they voted in favour of the Resolution.

By Order of the Board
SOUNDWILL HOLDINGS LIMITED
Chan Hing Tat
Chairman

Hong Kong, 14 June 2024

As at the date of this announcement, the Board of Directors of the Company comprises (i) Executive Directors: Foo Kam Chu Grace, Chan Wai Ling, Chan Hing Tat and Tse Wai Hang; and (ii) Independent Non-Executive Directors: Chan Kai Nang, Pao Ping Wing and Young Chun Man, Kenneth.

* For identification purpose only