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Overseas Chinese Town (Asia) Holdings Limited

華僑城(亞洲)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03366)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 JUNE 2024

All Resolutions were passed on a poll at the AGM.

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”), both dated 23 May 2024. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the AGM held at 43rd floor, OCT Tower, 9018 Shennan Avenue, Nanshan District, Shenzhen, the PRC on 17 June 2024, poll voting was adopted for the resolutions set out in the AGM Notice (the “**Resolutions**”). All Resolutions were approved by the Shareholders at the AGM and the poll results are as follows:

Ordinary resolutions		Number of votes		Total votes
		(%)		
		For	Against	
1.	To receive and consider the audited consolidated accounts and reports of the directors and auditors of the Company and its subsidiaries for the year ended 31 December 2023.	530,904,000 (100%)	0 (0%)	530,904,000
2.	To re-appoint KPMG as auditors and to authorise the Board to fix their remuneration.	530,904,000 (100%)	0 (0%)	530,904,000

Ordinary resolutions		Number of votes (%)		Total votes
		For	Against	
3.	To re-elect Ms. Liu Yu as an executive Director and to authorise the Board to fix her remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
4.	To re-elect Ms. Qi Jianrong as an executive Director and to authorise the Board to fix her remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
5.	To re-elect Mr. Yang Guobin as a non-executive Director and to authorise the Board to fix his remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
6.	To re-elect Ms. Wong Wai Ling as an independent non-executive Director and to authorise the Board to fix her remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
7.	To re-elect Professor Lam Sing Kwong as an independent non-executive Director and to authorise the Board to fix his remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
8.	To re-elect Mr. Chu Wing Yiu as an independent non-executive Director and to authorise the Board to fix his remuneration.	530,904,000 (100%)	0 (0%)	530,904,000
9.	To grant a general mandate to Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing this resolution.	530,904,000 (100%)	0 (0%)	530,904,000
10.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing this resolution.	530,904,000 (100%)	0 (0%)	530,904,000
11.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of the Company by the number of shares repurchased by the Company.	530,904,000 (100%)	0 (0%)	530,904,000

As more than half of the votes were cast in favour of each of the above Resolutions number 1 to 11, they were passed as ordinary resolutions.

Special resolution		Number of votes (%)		Total votes
		For	Against	
12.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the third amended and restated memorandum and articles of association.	530,904,000 (100%)	0 (0%)	530,904,000

As not less than three-fourths of the votes were cast in favour of the above special Resolution, it was passed as a special resolution. The Proposed Amendments have taken effect on the same day.

Notes:

- (a) Please refer to the AGM Notice for the full text of the Resolutions.
- (b) The total number of Shares in issue as at the date of the AGM: 748,366,000 Shares, being the total number of Shares entitling the holders to attend and vote on a Resolution at the AGM. The Company did not hold any treasury share or repurchase share pending cancellation as at the date of the AGM.
- (c) There were no restrictions on the Shareholders to cast any votes on any Resolution. There were no Shares entitling the holders to attend and abstain from voting in favour of a Resolution as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on any Resolution. No Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any Resolution. No Shares were actually voted but excluded from calculating the poll results.
- (d) Computershare Hong Kong Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.
- (e) Except for Mr. Chu Wing Yiu who was unable to attend the AGM due to work engagements, all Directors attended the AGM, either in person or through electronic means.

By order of the Board
Overseas Chinese Town (Asia) Holdings Limited
Liu Yu
Chairman

Hong Kong, 17 June 2024

As at the date of this announcement, the Board comprises seven Directors, including three executive Directors namely Ms. Liu Yu, Mr. Wang Jianwen and Ms. Qi Jianrong, one non-executive Director namely Mr. Yang Guobin and three independent non-executive Directors namely Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu.