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TOP FORM INTERNATIONAL LIMITED

黛麗斯國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 NOVEMBER 2022, RETIREMENT OF NON-EXECUTIVE DIRECTOR, APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND ADOPTION OF THE NEW BYE-LAWS

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Top Form International Limited (the “**Company**”) both dated 14 October 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed at the AGM as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 18 November 2022.

The poll results in respect of all the resolutions at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and auditors for the year ended 30 June 2022.	195,050,761 (100%)	0 (0%)

* for identification purposes only

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	(a) To re-elect Mr. Wong Kai Chung, Kevin as an executive Director.	195,050,760 (99.9999%)	1 (0.0001%)
	(b) To re-elect Mr. Herman Van de Velde as a non-executive Director.	195,050,760 (99.9999%)	1 (0.0001%)
	(c) To re-elect Ms. Leung Churk Yin, Jeanny as an independent non-executive Director.	195,050,760 (99.9999%)	1 (0.0001%)
	(d) To appoint Ms. Lien Van de Velde as a non-executive Director.	195,050,760 (99.9999%)	1 (0.0001%)
	(e) To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	174,128,760 (89.2736%)	20,922,001 (10.7264%)
3.	To re-appoint KPMG as auditors of the Company and to authorise the Board to fix their remuneration.	195,050,760 (99.9999%)	1 (0.0001%)
4.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	174,128,760 (89.2736%)	20,922,001 (10.7264%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	195,050,760 (99.9999%)	1 (0.0001%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	174,128,760 (89.2736%)	20,922,001 (10.7264%)
Special Resolution		For	Against
7.	To approve the proposed amendments to the bye-laws of the Company and to adopt the new bye-laws of the Company in substitution for and to the exclusion of the existing bye-laws of the Company.	195,050,761 (100%)	0 (0%)

Note: Please refer to the Notice and the Circular for the full text of the above resolutions.

As a majority of the votes were cast in favour of each of the proposed ordinary resolutions numbered 1 to 6, and not less than three-fourths of the votes were cast in favour of the proposed special resolution numbered 7, all of the resolutions were duly passed at the AGM as ordinary and special resolutions of the Company by way of poll.

As at the date of the AGM, the total number of shares of the Company in issue was 301,052,675 shares. The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 301,052,675 shares. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's branch share registrar, Tricor Secretaries Limited, acted as the scrutineer for the vote-taking at the AGM.

The following Directors attended the AGM either in person or by electronic means: Mr. Wong Chung Chong, Mr. Wong Kai Chung, Kevin, Mr. Wong Kai Chi, Kenneth, Mr. Lucas A.M. Laureys, Mr. Herman Van de Velde, Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

As disclosed in the Circular, Mr. Lucas A.M. Laureys ("**Mr. Laureys**") has informed the Board that he decided to retire from as a non-executive Director at the conclusion of the AGM as he has reached the retirement age and would like to devote more time to his family. Accordingly, Mr. Laureys ceased to be a non-executive Director with effect from the conclusion of the AGM. Mr. Laureys has confirmed to the Board that he has no disagreement with the Board and that there is no matter in relation to his retirement that needs to be brought to the attention to the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Laureys for his valuable contributions to the Group during his tenure of office.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Lien Van de Velde ("**Ms. Van de Velde**") has been appointed as a non-executive Director with effect from the conclusion of the AGM.

The biographical details of Ms. Van de Velde and her information required to be disclosed under Rule 13.51(2) of the Listing Rules were set out in the Circular and the announcement of the Company dated 16 September 2022.

The Board would like to express its warm welcome to Ms. Van de Velde for her appointment.

ADOPTION OF THE NEW BYE-LAWS

The Board is pleased to announce that the proposed amendments to the Company's Bye-laws and the adoption of the new Bye-laws of the Company were duly approved by the Shareholders as a special resolution. The adoption of the new Bye-laws takes effect from the date of the AGM.

By Order of the Board
Top Form International Limited
Wong Chung Chong
Chairman

Hong Kong, 18 November 2022

As at the date of this announcement, the Board comprises Mr. Wong Chung Chong, Mr. Wong Kai Chung, Kevin and Mr. Wong Kai Chi, Kenneth as executive Directors; Mr. Herman Van de Velde and Ms. Lien Van de Velde as non-executive Directors; and Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy as independent non-executive Directors.