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BIRMINGHAM SPORTS HOLDINGS LIMITED

伯明翰體育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2309)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 DECEMBER 2022 AND ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

References are made to the circular of Birmingham Sports Holdings Limited (the “Company”) dated 29 November 2022 (the “Circular”) and the notice of annual general meeting of the Company dated the same date (the “Notice”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all the proposed ordinary resolutions (the “Ordinary Resolutions”) and special resolution (the “Special Resolution”) as set out in the Notice (collectively, the “Proposed Resolutions”) were duly passed by the Shareholders at the AGM held on 30 December 2022 by way of poll.

As at the date of the AGM, the total number of issued shares was 19,288,998,525 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the Proposed Resolutions at the AGM. There were no restrictions on the Shareholders to cast votes on any of the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was required under the Listing Rules to abstain from voting on any of the Proposed Resolutions at the AGM.

Details of the poll results are set out as follows:

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and of the independent auditor for the year ended 30 June 2022.	13,411,669,505 (99.99%)	20,225 (0.01%)

Ordinary Resolutions			Number of Votes (approximate %)	
			For	Against
2.	(i)	To re-elect Mr. Huang Dongfeng as an Executive Director.	13,411,669,505 (99.99%)	20,225 (0.01%)
	(ii)	To re-elect Ms. Leung Pik Har, Christine as an Independent Non-executive Director.	13,411,669,505 (99.99%)	20,225 (0.01%)
	(iii)	To re-elect Mr. Yeung Chi Tat as an Independent Non-executive Director.	13,411,669,505 (99.99%)	20,225 (0.01%)
3.		To authorise the Board to fix the remuneration of the Directors.	13,411,669,505 (99.99%)	20,225 (0.01%)
4.		To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company and to authorise the Board to fix its remuneration.	13,411,669,505 (99.99%)	20,225 (0.01%)
5.		To grant a general mandate to the Directors to allot, issue and deal with the Shares, in terms as set out in ordinary resolution numbered 5 in the Notice.	13,411,669,505 (99.99%)	20,225 (0.01%)
6.		To grant a general mandate to the Directors to repurchase the Shares, in terms as set out in ordinary resolution numbered 6 in the Notice.	13,411,669,465 (99.99%)	20,265 (0.01%)
7.		To approve the extension of the general mandate to be granted to the Directors to allot, issue and deal with the Shares, in terms as set out in ordinary resolution numbered 7 in the Notice.	13,411,669,465 (99.99%)	20,265 (0.01%)
Special Resolution				
8.		To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the amended and restated memorandum and articles of association of the Company as set out in special resolution numbered 8 in the Notice.	13,411,669,505 (99.99%)	20,225 (0.01%)

Note: Please refer to the Notice for the full version of the resolutions.

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions and more than 75% of the votes were casted in favour of the Special Resolution, all the above Ordinary Resolutions and the Special Resolution were duly passed as ordinary resolutions and special resolution of the Company at the AGM respectively.

Tricor Tengis Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the AGM.

Except Mr. Sue Ka Lok, all other Directors of the Company attended the AGM either in person or by electronic means.

ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board hereby announces that the resolution on the adoption of the amended and restated Memorandum and Articles of Association has been duly passed as a special resolution at the AGM. For details of the proposed amendments, please refer to Appendix III to the Circular. The amended and restated Memorandum and Articles of Association take effect immediately, the full text of which is available on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.bshl.com.hk.

By Order of the Board
Birmingham Sports Holdings Limited
Zhao Wenqing
Chairman

Hong Kong, 30 December 2022

As at the date of this announcement, the Board comprises eight Directors, namely Mr. Zhao Wenqing (Chairman), Mr. Huang Dongfeng (Chief Executive Officer), Mr. Yiu Chun Kong and Dr. Guo Honglin as Executive Directors; Mr. Sue Ka Lok as Non-executive Director; and Mr. Pun Chi Ping, Ms. Leung Pik Har, Christine and Mr. Yeung Chi Tat as Independent Non-executive Directors.