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Edvantage Group Holdings Limited
中匯集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 0382)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 27 JANUARY 2023**

The Board announces that all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting.

The board of directors (the “**Board**”) of Edvantage Group Holdings Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**Annual General Meeting**”) held at Room 1102, 11/F, Wing On Plaza, 62 Mody Road, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 27 January 2023 at 4:00 p.m. Mr. Liu Yung Chau, Mr. O’Yang Wiley and Mr. Li Jiatong attended the Annual General Meeting in person whereas the other Directors participated at the Annual General Meeting by telephone.

Reference is made to the Company’s circular (the “**Circular**”) in connection with the Annual General Meeting and notice of the Annual General Meeting (the “**Notice**”) both dated 30 December 2022. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting, the voting on the proposed resolutions as set out in the Notice was conducted by way of poll.

The voting results in respect of the resolutions proposed at the Annual General Meeting were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 August 2022.	789,015,784 (99.78%)	1,754,804 (0.22%)
2.	(a) Conditional on resolution No. 2(b) as set out in the Notice having been passed, to declare a final dividend of HK9.60 cents per share of the Company for the year ended 31 August 2022 (“ Final Dividend ”).	790,730,588 (99.99%)	40,000 (0.01%)
	(b) Conditional on resolution No. 2(a) as set out in the Notice having been passed, to approve the Final Dividend be satisfied wholly by way of Final Dividend Shares (as defined in the Circular) without offering any right to shareholders of the Company to elect to receive such dividend in cash in lieu of such allotment and capitalisation from the Company’s reserves for such allotment, and to authorise the Directors to arrange for the Final Dividend Shares which would otherwise have been issued to the Prohibited Shareholders (as defined in the Circular) to be sold in the market as soon as practicable after dealings in the Final Dividend Shares commence, and distribute the net proceeds of sale, after deduction of the related expenses, of HK\$100 or more in Hong Kong dollars to the relevant Prohibited Shareholders, if any, pro-rata to their respective shareholdings and remittances therefor by post, at their own risk, unless the amount falling to be distributed to any such persons is less than HK\$100, and in such case, to authorise the Directors to retain such amount for the benefit of the Company.	790,730,588 (99.99%)	40,000 (0.01%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	
3.	To declare a special final dividend of HK1.60 cents per share of the Company for the year ended 31 August 2022 to be paid out of the share premium account of the Company.		790,730,588 (99.99%)	40,000 (0.01%)
4.	(a)	To re-elect the following retiring directors of the Company:		
	(i)	Mr. Liu Yung Chau, executive director	790,404,513 (99.95%)	366,075 (0.05%)
	(ii)	Ms. Chen Yuan, Rita, executive director	790,730,588 (99.99%)	40,000 (0.01%)
	(iii)	Mr. O'Yang Wiley, independent non-executive director	790,490,588 (99.96%)	280,000 (0.04%)
	(b)	To authorise the board of directors of the Company to fix the remuneration of the directors.	790,730,588 (99.99%)	40,000 (0.01%)
5.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix their remuneration.		790,730,588 (99.99%)	40,000 (0.01%)
6.	(A)	To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company as at the date of this resolution.	758,924,744 (95.97%)	31,845,844 (4.03%)
	(B)	To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company as at the date of this resolution.	790,730,588 (99.99%)	40,000 (0.01%)
	(C)	To extend the authority given to the directors of the Company pursuant to ordinary resolution No. 6(A) to issue shares by adding to the number of issued shares of the Company the number of shares repurchased under ordinary resolution No. 6(B).	758,924,744 (95.97%)	31,845,844 (4.03%)

Special Resolutions		Number of Votes (%)	
		For	Against
7.	To approve the Proposed General Amendments (as defined in the Circular) and to adopt the Second Amended and Restated Memorandum and Articles (as defined in the Circular) as set out in the special resolution No. 7 of the Notice.	790,730,588 (99.99%)	40,000 (0.01%)
8.	To approve the Proposed Specific Amendments as defined and set out in the special resolution No. 8 of the Notice.	790,730,588 (99.99%)	40,000 (0.01%)

Please refer to the Notice for the full text of the resolutions proposed at the Annual General Meeting.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6(C) above, all such resolutions have been duly passed as ordinary resolutions. As not less than 75% of the votes were cast in favour of the resolutions numbered 7 and 8, the resolutions numbered 7 and 8 were duly passed as special resolutions.

The total number of issued Shares as at the date of the Annual General Meeting was 1,082,405,987 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour at the Annual General Meeting as set out in rule 13.40 of the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the Annual General Meeting. No person was required under the Listing Rules to abstain from voting on the resolutions proposed at the Annual General Meeting and no party has stated its intention in the Circular to vote against or to abstain from voting the resolutions proposed at the Annual General Meeting.

Link Market Services (Hong Kong) Pty Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as the scrutineer for counting of votes at the Annual General Meeting.

By order of the Board
Edvantage Group Holdings Limited
Liu Yung Chau
Chairman and Executive Director

Hong Kong, 27 January 2023

As at the date of this announcement, the executive directors of the Company are Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man; the non-executive director of the Company is Mr. Liu Yung Kan; and the independent non-executive directors of the Company are Mr. Xu Gang, Mr. O'Yang Wiley and Mr. Li Jiatong.