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MTT Group Holdings Limited
 數科集團控股有限公司
MTT GROUP HOLDINGS LIMITED
數科集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2350)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 21 AUGUST 2023**

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice dated 21 July 2023 were duly passed by the Shareholders at the AGM held on 21 August 2023 by way of poll.

Reference is made to the circular (the “**AGM Circular**”) of MTT Group Holdings Limited (the “**Company**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of the Company both dated 21 July 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Circular and the AGM Notice.

At the AGM of the Company held on 21 August 2023, all the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 March 2023.	469,245,350 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Ip Ka Wai Charlie as an executive director of the Company;	469,245,350 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Chan Tim Cheung as an executive director of the Company;	469,245,350 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Ho Wang Shun as a non-executive director of the Company;	469,245,350 (100.00%)	0 (0.00%)
	(d) To re-elect Mr. Lo Kwok Loong Sammy as an independent non-executive director of the Company; and	469,245,350 (100.00%)	0 (0.00%)
	(e) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	469,245,350 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	469,245,350 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the directors of the Company to buy back 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.	469,245,350 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	469,245,350 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company.	469,245,350 (100.00%)	0 (0.00%)

As at the date of the AGM:

- (a) The total number of issued Shares of the Company was 625,000,000 Shares, which was the total number of Shares of the Company entitling the Shareholders to attend and vote for or against the resolutions put forward at the AGM.
- (b) There were no shares entitling the Shareholders 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.
- (c) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (d) No Shareholders have stated their intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (e) As more than 50% of the votes were cast in favour of each of the resolutions at the AGM, all the resolutions were duly passed as ordinary resolutions of the Company.
- (f) The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

All Directors of the Company attended the AGM either in person or through electronic means of communication.

By Order of the Board
MTT Group Holdings Limited
Ip Ka Wai Charlie
Chairman

Hong Kong, 21 August 2023

As at the date of this announcement, the Board comprises Ip Ka Wai Charlie and Chan Tim Cheung as executive Directors, Ho Wang Shun as non-executive Director, and Lam Chi Wing, Chung Anita Mei Yiu, Wu Ching Tung Grace and Lo Kwok Loong Sammy as independent non-executive Directors.