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## **ACCEL GROUP HOLDINGS LIMITED**

### **高陸集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1283)**

## **POLL RESULTS OF THE ADJOURNED ANNUAL GENERAL MEETING HELD ON 15 SEPTEMBER 2023**

References are made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**AGM Notice**”) of Accel Group Holdings Limited (the “**Company**”), both dated 10 August 2023 and the announcement of the Company dated 8 September 2023 in relation to the adjourned 2023 AGM (the “**Adjourned 2023 AGM**”). Unless otherwise defined, terms used herein shall have the same meanings as in the Circular and the AGM Notice.

The Board is pleased to announce that all the proposed ordinary resolutions and special resolution (the “**Proposed Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Adjourned 2023 AGM. Except Mr. Ko Angus Chun Kit who was unable to attend the Adjourned 2023 AGM due to other business commitment, all other Directors attended the Adjourned 2023 AGM in person.

As at the date of the Adjourned 2023 AGM, the total number of Shares in issue was 800,000,000 and there were 800,000,000 issued Shares entitling the Shareholders to attend and vote on the Proposed Resolutions at the Adjourned 2023 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the Adjourned 2023 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 the Proposed Resolutions at the Adjourned 2023 AGM. None of the Shareholders has stated in the Circular his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the Adjourned 2023 AGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the Adjourned 2023 AGM.

The poll results in respect of all the Proposed Resolutions put to the vote of the Adjourned 2023 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) <sup>(Note 1)</sup>	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor of the Company for the year ended 31 March 2023 (the “Year”).	600,530,050 (100%)	0 (0%)
2.	To approve the payment of a final dividend of HK1.6 cents per Share for the Year.	600,530,050 (100%)	0 (0%)
3.	(a) To re-elect Dr. Ko Lai Hung as an executive director of the Company.	600,530,050 (100%)	0 (0%)
	(b) To re-elect Ms. Cheung Mei Lan as an executive director of the Company.	600,530,050 (100%)	0 (0%)
4.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company for the year ending 31 March 2024.	600,530,050 (100%)	0 (0%)
5.	To re-appoint Deloitte Touche Tohmatsu as the independent auditor of the Company and authorise the board of directors of the Company to fix its remuneration.	600,530,050 (100%)	0 (0%)
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional Shares not exceeding 20% of the aggregate number of the issued Shares as at the date of the passing of this resolution (the “ <b>Issue Mandate</b> ”).*	600,530,050 (100%)	0 (0%)
7.	To grant a general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the aggregate number of the issued Shares as at the date of the passing of this resolution.*	600,530,050 (100%)	0 (0%)
8.	Conditional upon the passing of resolutions numbered 6 and 7, to extend the Issue Mandate by the number of Shares repurchased by the Company.*	600,530,050 (100%)	0 (0%)
9.	To approve the adoption of the 2023 Share Award Scheme and the Scheme Mandate Limit shall not exceed 10% of issued shares.*	600,530,050 (100%)	0 (0%)

<b>Special Resolution</b>		<b>Number of Votes</b> (%) <i>(Note 1)</i>	
		<b>For</b>	<b>Against</b>
10.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the amended and restated memorandum and articles of association of the Company.	600,530,050 (100%)	0 (0%)

\* For the full text of the proposed resolutions, please refer to the notice as contained in the Company's circular dated 10 August 2023.

Notes:

1. The number of votes and the percentage of the total votes as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the Adjourned 2023 AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions Nos. 1 to 9, all of them were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of each of the Proposed Resolution No. 10, the Proposed Resolution No. 10 was duly passed as special resolution of the Company.

For and on behalf of  
**Accel Group Holdings Limited**  
**Ko Lai Hung**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 15 September 2023

*As at the date of this announcement, the executive Directors are Dr. Ko Lai Hung and Ms. Cheung Mei Lan; the non-executive Director is Mr. Ko Angus Chun Kit; and the independent non-executive Directors are Mr. Chan Cheong Tat, Ms. Tse Ka Wing and Mr. Ho Chi Shing.*