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RI YING HOLDINGS LIMITED

日贏控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1741)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

HELD ON 17 MARCH 2023

The board (the “**Board**”) of directors (the “**Directors**”) of Ri Ying Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at 6/F., Kai Tak Commercial Building, Nos. 317-319 Des Voeux Road Central, Sheung Wan, Hong Kong on Friday, 17 March 2023 at 11:00 a.m. (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 9 February 2023 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the Directors and the auditors of the Company for the year ended 30 September 2022.	500,040,000 (100%)	0 (0%)
2.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the Board to fix their remuneration.	500,040,000 (100%)	0 (0%)
3.	(a) To re-elect Mr. Lau Chi Ming as an executive Director;	500,040,000 (100%)	0 (0%)
	(b) To re-elect Mr. Leung Bing Kwong Edward as an independent non-executive Director; and	500,040,000 (100%)	0 (0%)
	(c) To re-elect Mr. Pang Ka Hang as an independent non-executive Director.	500,040,000 (100%)	0 (0%)
4.	To authorise the Board to fix the remuneration of the Directors.	500,040,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	500,040,000 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	500,040,000 (100%)	0 (0%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	500,040,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of Resolutions no.1 to no. 7 as ordinary resolutions, the Resolutions no. 1 to no. 7 proposed at the AGM were duly passed by the Shareholders as ordinary resolutions.

SPECIAL RESOLUTION		Number of votes cast (%)	
		FOR	AGAINST
8.	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing amended and restated memorandum and articles of association of the Company (the “ Existing Memorandum and Articles of Association ”) and to adopt the second memorandum of association and articles of association of the Company (the “ New Memorandum and Articles of Association ”) in substitution for and to the exclusion of the Existing Memorandum and Articles of Association with immediate effect after the close of the AGM and authorise any one Director or company secretary of the Company to do all things necessary to implement the Proposed Amendments and the adoption of the New Memorandum and Articles of Association.	500,040,000 (100%)	0 (0%)

As more than 75% of the votes were cast in favour of Resolution no. 8 as a special resolution, the Resolution no. 8 proposed at the AGM was duly passed by the Shareholders as a special resolution.

The full text of the Resolutions appears in the Notice.

As at the date of the AGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the AGM: 800,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

There was no restriction on any Shareholder casting votes on any of the Resolutions at the AGM.

Dr. Lau Chi Wang, Mr. Lau Chi Ming and Dr. Lau Chi Keung, being the executive Directors, attended the AGM in person. Mr. Sun Wei, being the executive Director, and Mr. Leung Bing Kwong Edward, Mr. Pang Ka Hang and Mr. Wong Chun Nam, being the independent non-executive Directors, attended the AGM by electronic means.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote taking at the AGM.

By Order of the Board
Ri Ying Holdings Limited
Lau Chi Wang
Chairman and Executive Director

Hong Kong, 17 March 2023

As at the date of this announcement, the executive Directors are Dr. Lau Chi Wang, Mr. Lau Chi Ming, Dr. Lau Chi Keung and Mr. Sun Wei; and the independent non-executive Directors are Mr. Leung Bing Kwong Edward, Mr. Pang Ka Hang and Mr. Wong Chun Nam.