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SOUTH CHINA HOLDINGS COMPANY LIMITED

南華集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00413)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 21 JUNE 2022

AND

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of South China Holdings Company Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 21 June 2022 (the “**AGM**”), all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the notice of the AGM dated 26 April 2022 (the “**Notice of AGM**”) were duly passed by holders (the “**Shareholders**”) of the Company’s ordinary shares of HK\$0.01 each (the “**Ordinary Shares**”) by way of poll. The poll results in respect of the Proposed Resolutions were as follows:

Ordinary Resolutions		Number of Ordinary Shares actually voted (Approximate % of total number of Ordinary Shares actually voted)		Total number of Ordinary Shares actually voted
		For	Against	
1.	To consider and adopt the audited financial statements together with the Directors’ Report and Independent Auditor’s Report for the year ended 31 December 2021.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
2.	To re-elect Mr. Ng Hung Sang as Director.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
3.	To re-elect Ms. Cheung Choi Ngor as Director.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672

Ordinary Resolutions		Number of Ordinary Shares actually voted (Approximate % of total number of Ordinary Shares actually voted)		Total number of Ordinary Shares actually voted
		For	Against	
4.	To re-elect Mr. Ng Yuk Yeung Paul as Director.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
5.	To re-elect Mr. Ng Yuk Fung Peter as Director.	9,269,086,419 (99.4100%)	55,012,253 (0.5900%)	9,324,098,672
6.	To re-elect Mr. Wong Chun Tat, J.P. as Director.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
7.	To authorise the Board to fix the Directors' remuneration.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
8.	To re-appoint KPMG as auditor and authorise the Board to fix their remuneration.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
9(A).	To give a general mandate to the Directors to issue new shares of the Company.	9,269,086,419 (99.4100%)	55,012,253 (0.5900%)	9,324,098,672
9(B).	To give a general mandate to the Directors to repurchase shares of the Company.	9,324,098,672 (100.0000%)	0 (0.0000%)	9,324,098,672
9(C).	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.	9,269,086,419 (99.4100%)	55,012,253 (0.5900%)	9,324,098,672

Notes:

- As at the date of the AGM, a total of 13,221,302,172 Ordinary Shares and the Shareholders of which were entitled to attend and vote at the AGM.
- There was no Ordinary Share 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 Rules Governing the Listing Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and no Shareholder was required to abstain from voting at the AGM under the Listing Rules.
- Union Registrars Limited, the share registrar of the Company, acted as scrutineers for the poll taken at the AGM.
- The full text of resolutions in items 9(A) to 9(C) are set out in the Notice of AGM.
- The following Directors attended the AGM in person: Ms. Cheung Choi Ngor, Mr. Ng Yuk Yeung Paul, Ms. Ng Yuk Mui Jessica, Mrs. Tse Wong Siu Yin Elizabeth, Ms. Pong Scarlett Oi Lan, *BBS, J.P.* and Mr. Wong Chun Tat, *J.P.*

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Chiu Sin Chun (“**Mr. Chiu**”), an independent non-executive Director, retired as a Director by rotation in accordance with Article 116 of the Articles of Association of the Company at the conclusion of the AGM. Mr. Chiu did not offer himself for re-election at the AGM, and accordingly, he ceased to be an independent non-executive Director upon the conclusion of the AGM. Upon his retirement, Mr. Chiu also ceased as a member of each of the audit committee and remuneration and nomination committee of the Company. Mr. Chiu has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the Shareholders in respect of his retirement.

The Board wishes to express its heartfelt thanks to Mr. Chiu for his valuable contributions to the Company during his tenure of service.

By Order of the Board
South China Holdings Company Limited
南華集團控股有限公司
Cheung Choi Ngor
Executive Director

Hong Kong, 21 June 2022

As at the date of this announcement, the Directors are: (1) Mr. Ng Hung Sang, Ms. Cheung Choi Ngor and Mr. Ng Yuk Yeung Paul as executive Directors; (2) Ms. Ng Yuk Mui Jessica, Mr. Ng Yuk Fung Peter, Mr. David Michael Norman and Ms. Li Yuen Yu Alice as non-executive Directors; and (3) Mrs. Tse Wong Siu Yin Elizabeth, Mr. Kam Yiu Shing Tony, Ms. Pong Scarlett Oi Lan, BBS, J.P. and Mr. Wong Chun Tat, J.P. as independent non-executive Directors.