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IBI Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1547)

POLL RESULTS OF THE POSTPONED ANNUAL GENERAL MEETING HELD ON 15 SEPTEMBER 2023

The Board is pleased to announce that all the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Postponed AGM.

Reference are made to (i) the circular (the “**Circular**”) of IBI Group Holdings Limited (the “**Company**”) dated 25 July 2023; (ii) the notice (the “**AGM Notice**”) of the annual general meeting of the Company (the “**AGM**”) dated 25 July 2023; and (iii) the announcement (the “**Announcement**”) of the Company dated 8 September 2023 in relation to the postponed AGM (the “**Postponed AGM**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Announcement.

The Board is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Postponed AGM held on Friday, 15 September 2023.

As at the date of the Postponed AGM, there were 800,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the Postponed AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the Postponed AGM pursuant to 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 Postponed AGM. None of the Shareholders have stated in the Circular their intention to vote against or to abstain from voting on any of the Proposed Resolutions at the Postponed AGM. All the Directors attended the Postponed AGM.

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

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

Ordinary resolutions		Number of votes (Approximate %) ^(Note)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ”) and independent auditor of the Company for the year ended 31 March 2023.	629,656,740 (100%)	0 (0%)
2.	(i) To re-elect Mr. Robert Peter Andrews as an independent non-executive Director.	629,656,740 (100%)	0 (0%)
	(ii) To re-elect Mr. David John Kennedy as an independent non-executive Director.	629,656,740 (100%)	0 (0%)
3.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration for the year ending 31 March 2024.	629,656,740 (100%)	0 (0%)
4.	To re-appoint BDO Limited as the independent auditor of the Company for the ensuing year and authorise the Board to fix its remuneration.	629,656,740 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Shares.	629,656,740 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase the Shares.	629,656,740 (100%)	0 (0%)
7.	Conditional upon the passing of resolution nos. 5 and 6 set out in the AGM Notice, to extend the general mandate granted by resolution no. 5 by adding thereto the Shares repurchased pursuant to the general mandate granted by resolution no. 6.	629,656,740 (100%)	0 (0%)
Special Resolution		Number of votes (Approximate %) ^(Note)	
		For	Against
8.	To amend the existing memorandum and articles of association of the Company and to adopt the new memorandum and articles of association of the Company.	629,656,740 (100%)	0 (0%)

* For the full text of all the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

Note: The number of votes and the approximate percentage of the votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the Postponed AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of the Proposed Resolutions no. 1 to 7, these resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of Proposed Resolution no. 8, the resolution was duly passed as a special resolution of the Company.

By order of the Board
IBI Group Holdings Limited
Neil David Howard
Chairman

Hong Kong, 15 September 2023

As at the date of this announcement, the executive Directors are Mr. Neil David Howard and Mr. Steven Paul Smithers; and the independent non-executive Directors are Mr. Robert Peter Andrews, Mr. David John Kennedy and Mr. Martin Woods.