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MANWAH

MAN WAH HOLDINGS LIMITED

敏華控股有限公司

(Incorporated in Bermuda with limited liability)

(S C : 01999)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 JUNE 2024**

The Board is pleased to announce that all of the resolutions set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 24 June 2024.

The Board would also like to announce that with effect from the conclusion of the AGM, Mr. Dai Quanfa and Ms. Wong Ying Ying were re-elected as executive Directors, and Mr. Ding Yuan was re-elected as an independent non-executive Director.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) of Man Wah Holdings Limited (the “**Company**”) both dated 31 May 2024. Unless otherwise specified, capitalised terms used herein have the same meanings ascribed to them in the Circular.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all of the proposed resolutions set out in the Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on 24 June 2024.

Details of the poll results in respect of all of the proposed resolutions at the AGM are as follows:

No.	Ordinary Resolutions	No. of votes (%)		Total number of votes (%)
		For	Against	
1	To receive, consider and adopt the reports of the Directors and the auditors and the audited consolidated financial statements of the Company for the year ended 31 March 2024.	3,120,220,589 (99.51%)	15,334,800 (0.49%)	3,135,555,389 (100.00%)
2	To declare a final dividend of HK15 cents per share for the year ended 31 March 2024.	3,135,510,589 (99.99%)	44,800 (0.01%)	3,135,555,389 (100.00%)
3	To approve the re-election of Mr. Dai Quanfa as an executive Director and to authorise the Board to determine his remuneration.	3,061,758,308 (97.65%)	73,797,081 (2.35%)	3,135,555,389 (100.00%)
4	To approve the re-election of Ms. Wong Ying Ying as an executive Director and to authorise the Board to determine her remuneration.	3,061,858,915 (97.65%)	73,696,474 (2.35%)	3,135,555,389 (100.00%)
5	To approve the re-election of Mr. Ding Yuan as an independent non-executive Director and to authorise the Board to determine his remuneration.	3,018,070,829 (96.25%)	117,484,560 (3.75%)	3,135,555,389 (100.00%)
6	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the Board to fix their remuneration.	3,135,290,189 (99.99%)	265,200 (0.01%)	3,135,555,389 (100.00%)
7	To grant a general mandate to the Directors to allot, issue and deal with new Shares not exceeding 20% of the issued Shares as at the date of passing this resolution.*	2,779,388,289 (88.64%)	356,167,100 (11.36%)	3,135,555,389 (100.00%)
8	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued Shares as at the date of passing this resolution.*	3,135,206,189 (99.99%)	349,200 (0.01%)	3,135,555,389 (100.00%)
9	To extend the general mandate granted to the Directors to allot, issue and deal with new Shares by the total number of shares repurchased by the Company.*	2,731,037,918 (87.10%)	404,517,471 (12.90%)	3,135,555,389 (100.00%)
10	To approve the termination of the 2020 Share Option Scheme and adoption of the 2024 Share Award Scheme.*	2,757,599,822 (87.95%)	377,955,567 (12.05%)	3,135,555,389 (100.00%)

* The full text of the resolution is set out in the Notice.

No.	Special Resolution	No. of votes (%)		Total number of votes (%)
		For	Against	
11	To approve the proposed amendments to the existing Memorandum of Association of the Company (the “ Proposed Amendments ”) and to approve and adopt the amended and restated Memorandum of Association of the Company (the “ New Memorandum of Association ”) which incorporate and consolidate the Proposed Amendments as the new Memorandum of Association of the Company in substitution for and to the exclusion of the existing Memorandum of Association of the Company.*	3,135,508,989 (99.99%)	46,400 (0.01%)	3,135,555,389 (100.00%)

The total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM was 3,877,537,600 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules, and no Shareholders were required under the Listing Rules to abstain from voting.

Ms. Hui Wai Hing, Mr. Alan Marnie, Ms. Wong Ying Ying, Mr. Kan Chung Nin, Tony and Mr. Yang Siu Shun, all being Directors of the Company, attended the AGM in person or by electronic means.

No parties had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed by the Company to act as the scrutineer for the vote-taking at the AGM.

DIVIDEND PAYMENT

The proposal for the payment of a final dividend of HK15 cents per Share to the Shareholders was approved at the AGM. The final dividend will be paid to the Shareholders on or before Monday, 22 July 2024.

By order of the Board
Man Wah Holdings Limited
Wong Man Li
Chairman

Hong Kong, 24 June 2024

As at the date of this announcement, the executive Directors are Mr. Wong Man Li, Ms. Hui Wai Hing, Mr. Alan Marnie, Mr. Dai Quanfa and Ms. Wong Ying Ying; and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. Kan Chung Nin, Tony, Mr. Ding Yuan and Mr. Yang Siu Shun.