

The Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Jia Group Holdings Limited

佳民集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8519)

POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 20 JUNE 2019

Reference is made to the circular (the “**Circular**”) of Jia Group Holdings Limited (the “**Company**”) dated 28 March 2019 and the revised notice of the annual general meeting (the “**AGM Notice**”) of the Company to be held on 20 June 2019 (the “**AGM**”), dated 21 May 2019. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the AGM, all proposed resolutions as set out in the AGM Notice were duly passed by way of a poll. Details of the poll results of the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
1.	To receive, consider and adopt the audited financial statements of the Company, the reports of the Directors and the auditor of the Company (the “ Auditor ”) for the year ended 31 December 2018.	475,406,000 (100%)	0 (0%)
2.	To re-elect the following persons as the Directors:		
	(a) Mr. Devin Nijanthan CHANMUGAM as an independent non-executive Director; and	475,406,000 (100%)	0 (0%)
	(b) Mr. LEUNG Yuk Lun Ulric as an independent non-executive Director.	475,406,000 (100%)	0 (0%)
3.	To authorise the Board to fix the remuneration of Directors.	475,406,000 (100%)	0 (0%)
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix the Auditor’s remuneration.	475,406,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and deal with the shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing this resolution (ordinary resolution in item no. 5 of the AGM Notice).	475,406,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
6.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of passing this resolution (ordinary resolution in item no. 6 of the AGM Notice).	475,406,000 (100%)	0 (0%)
7.	To extend the general mandate granted under resolution in item no. 5 by adding the shares bought back pursuant to the general mandate granted by resolution in item no. 6 (ordinary resolution in item no. 7 of the AGM Notice).	475,406,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.

The full text of each of the above resolutions passed at the AGM is set out in the AGM Notice.

As at the date of the AGM, the total number of issued shares of the Company was 860,000,000 shares of HK\$0.01 each, which represented the total number of shares entitling the shareholders to attend and vote for or against the resolutions at the AGM. There was no share entitling the shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and no shareholder was required to abstain from voting at the AGM under the GEM Listing Rules. There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

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

By order of the Board
Jia Group Holdings Limited
Wong Pui Yain
Chairperson

Hong Kong, 20 June 2019

As at the date of this announcement, the Board comprises Ms. Wong Pui Yain and Ms. Wan Suet Yee Cherry as executive Directors; Mr. Leung Yuk Lun Ulric, Mr. Devin Nijanthan Chanmugam and Mr. Wee Keng Hiong Tony as independent non-executive Directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcement” page of the GEM website (www.hkgem.com) for at least seven days from the date of its posting and on the Company’s website (www.jiagroup.co).