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## 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 12 JUNE 2023

Reference is made to the circular (the “**Circular**”) of Jia Group Holdings Limited (the “**Company**”) and the notice of the annual general meeting (the “**AGM Notice**”) of the Company to be held on 12 June 2023 (the “**AGM**”), both dated 31 March 2023. 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, approximate %)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors (the “ <b>Directors</b> ”) and the auditor of the Company for the year ended 31 December 2022.	629,658,750 (99.99%)	750 (0.01%)
2.	To re-elect the following persons as the Directors:		
	(a) Mr. Devin Nijanthan Chanmugam as an independent non-executive Director; and	629,659,250 (99.99%)	250 (0.01%)
	(b) Mr. Leung Yuk Lun, Ulric as an independent non-executive Director.	629,659,250 (99.99%)	250 (0.01%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes cast (percentage of total number of votes cast, approximate %)</b>	
		<b>For</b>	<b>Against</b>
3.	To authorise the board of Directors of the Company (the “ <b>Board</b> ”) to fix the remuneration of the Directors.	629,659,000 (99.99%)	500 (0.01%)
4.	To re-appoint BDO Limited as the auditor of the Company and to authorise the Board to fix their remuneration.	629,659,250 (99.99%)	250 (0.01%)
5.	To grant a general mandate to the Directors to allot, issue and deal with 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 notice of annual general meeting).	629,659,250 (99.99%)	250 (0.01%)
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 notice of annual general meeting).	629,658,750 (99.99%)	750 (0.01%)
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 notice of annual general meeting).	629,659,000 (99.99%)	500 (0.01%)
<b>SPECIAL RESOLUTION</b>		<b>Number of votes cast (percentage of total number of votes cast, approximate %)</b>	
		<b>For</b>	<b>Against</b>
8.	To adopt the amended and restated Memorandum and Articles of Association (as defined in the Circular dated 31 March 2023) as 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 upon the close of the meeting and authorise any one Director or officer of the Company to do all things necessary to implement the adoption of the new Memorandum and Articles of Association.	629,659,250 (99.99%)	250 (0.01%)

\* The full texts of each of the above resolutions are set out in the Company’s notice of the AGM dated 31 March 2023.

As more than 50% of the votes were cast in favour of resolutions nos. 1 to 7 at the AGM, resolutions nos. 1 to 7 were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of resolution no. 8, resolution no. 8 was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 1,159,780,000 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. None of the shareholders had stated his/her/its intention in the Circular to vote against any of the proposed resolutions as set out in the AGM Notice or to abstain from voting 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.

All Directors of the Company attended the AGM in person except Mr. Leung Yuk Lun Ulric.

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

Hong Kong, 12 June 2023

*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.*

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