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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 EXTRAORDINARY GENERAL MEETING HELD ON 11 JANUARY 2023

References are made to the circular (the “**Circular**”) and the notice of EGM (the “**Notice of the EGM**”) of South China Holdings Company Limited (the “**Company**”) both dated 16 December 2022 regarding (i) discloseable and connected transaction in relation to the disposal of entire issued share capital of Genius Year Limited and (ii) the notice of the EGM. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the EGM held on 11 January 2023, the proposed resolution (the “**Resolution**”) as set out in the Notice of the EGM was duly passed by the Independent Shareholders by way of poll as an ordinary resolution (with more than 50% of the votes cast in favour of the Resolution). The relevant poll results are set out as follows:

ORDINARY RESOLUTION		Total number of Shares actually voted	Number of Shares actually voted (Approximate % of total number of Shares actually voted)	
			For	Against
1.	To consider, approve, confirm and ratify the sale and purchase agreement dated 13 September 2022 and the transactions as contemplated thereunder (including the terms and conditions of the subscription of the convertible bonds to be issued by South China Financial Holdings Limited) and all matters incidental thereto.	1,092,551,453	1,092,551,453 (100.0000%)	0 (0.0000%)

Notes:

1. As at the date of the EGM, there were 13,221,302,172 Shares in issue.
2. The number of Shares entitling the Independent Shareholders to attend and vote on the Resolution at the EGM was 4,082,853,219 Shares.
3. There were 9,138,448,953 Shares that are required under the Listing Rules to abstain from voting on the Resolution of which includes the Shares in aggregate hold by Mr. Ng Hung Sang and his associates (namely, Ms. Ng Lai King Pamela, Ms. Ng Yuk Mui Jessica, Mr. Ng Yuk Fung Peter, Mr. Ng Yuk Yeung Paul, Fung Shing Group Limited, Parkfield Holdings Limited, Earntrade Investments Limited, Bannock Investment Limited, Crystal Hub Limited and Green Orient Investments Limited) and Ms. Cheung Choi Ngor.
4. Saved as disclosed, there was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules.
5. The following Directors attended the EGM in person: Ms. Cheung Choi Ngor, Ms. Ng Yuk Mui Jessica, Ms. Li Yuen Yu Alice, Mrs. Tse Wong Siu Yin Elizabeth, Ms. Pong Scarlett Oi Lan, BBS, J.P. and Mr. Wong Chun Tat, J.P..
6. Union Registrars Limited, the share registrar of the Company, acted as scrutineer for the vote-taking at the EGM.
7. Save as disclosed, no other Shareholder is required to abstain from voting at the EGM.
8. The full text of the Resolution is set out in the Notice of the EGM.

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, 11 January 2023

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 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.