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PALINDA GROUP HOLDINGS LIMITED

百利達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8179)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 8 JUNE 2023**

Reference is made to the circular (the “**AGM Circular**”) of Palinda Group Holdings Limited (the “**Company**”), the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) dated 9 May 2023. Capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular unless otherwise defined herein.

As at the date of the AGM, the total number of issued shares in the Company was 996,864,501, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. No Shareholder was required to abstain from voting on any resolutions proposed at the AGM as required by the GEM Listing Rules, and no Shareholder has stated his or her intention in the AGM Circular to vote against or to abstain from voting the resolutions proposed at the AGM. No Shareholder was entitled to attend and abstain from voting in favour of any resolutions at the AGM as required by the Rule 17.47A of the GEM Listing Rules.

The Company’s Hong Kong share registrar and transfer office, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

At the AGM, the following resolutions were considered and approved by the Shareholders by way of poll, and the poll results of the votes are as follows:

Ordinary resolutions proposed at the AGM		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “ Director(s) ”) and auditor of the Company for the year ended 31 December 2022.	815,095,091 (100%)	0 (0%)	815,095,091
2.	(a) (i) To re-elect Mr. Wu Chi King as an independent non-executive Director.	815,095,091 (100%)	0 (0%)	815,095,091
	(ii) To re-elect Ms. Cheng Wai, Iris as an independent non-executive Director.	815,095,091 (100%)	0 (0%)	815,095,091
	(b) To authorise the board of the Directors (the “ Board ”) to fix the Directors’ remuneration.	815,095,091 (100%)	0 (0%)	815,095,091
3.	To re-appoint the Company’s auditor and to authorise the Board to fix its remuneration.	815,095,091 (100%)	0 (0%)	815,095,091
4.	To grant a general unconditional mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the total number of Shares in issue of the Company as at the date of this resolution.	815,095,091 (100%)	0 (0%)	815,095,091
5.	To grant a general unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of Shares in issue of the Company as at the date of this resolution.	815,095,091 (100%)	0 (0%)	815,095,091
6.	Conditional upon the passing of resolutions no. 4 and 5, to extend the general mandate granted by resolution no. 4 by adding thereto the shares repurchased pursuant to the general mandate granted by resolution no. 5.	815,095,091 (100%)	0 (0%)	815,095,091
7.	To increase the authorised share capital of the Company from HK\$100,000,000 divided into 1,000,000,000 Shares of a nominal or par value of HK\$0.1 each to HK\$1,000,000,000 divided into 10,000,000,000 Shares of a nominal or par value of HK\$0.1 each by creating an additional 9,000,000,000 Shares, and authorise the Directors to execute all such documents, instruments and agreements for and on behalf of the Company, and to take all relevant actions or matters related to the increase of authorized share capital.	815,095,091 (100%)	0 (0%)	815,095,091
As more than 50% of the votes were cast in favour of each of the above resolutions numbered 1 to 7, each of such resolutions was duly passed as ordinary resolutions of the Company.				

Special Resolution proposed at the AGM		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
8.	To approve and adopt the amended and restated memorandum and articles of association, and authorise any Director or company secretary or the registered office service provider of the Company to take all relevant actions and arrangements.	815,095,091 (100%)	0 (0%)	815,095,091
As more than 75% of the votes were cast in favour of the above resolution no. 8, such resolution was duly passed as a special resolution.				

The Company would like to report that executive Directors, Ms. Huang Wei and Mr. Dou Sheng, independent non-executive Directors, Mr. Wu Chi King, Mr. So Yat Chuen and Ms. Cheng Wai, Iris attended the AGM in person.

By order of the Board
Palinda Group Holdings Limited
Huang Wei
Chairlady and executive Director

Hong Kong, 8 June 2023

As at the date of this announcement, the Board of the Company comprises Ms. Huang Wei and Mr. Dou Sheng as executive Directors, and Mr. Wu Chi King, Mr. So Yat Chuen and Ms. Cheng Wai, Iris, as independent non-executive Directors.

This announcement, for which the Directors 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, 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 Announcements" page of the HKEx website at www.hkexnews.hk for at least 7 days from the date of its posting and on the website of the Company at www.palinda.com.