

*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.*

# POLYFAIR

**Polyfair Holdings Limited**

**寶發控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8532)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of Polyfair Holdings Limited (the “**Company**”) is pleased to announce that, at the annual general meeting of the Company held on 18 August 2022 (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 29 June 2022 were put to vote by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 800,000,000, which was the total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote on the Resolutions at the AGM. There was no share in the Company entitling any Shareholder 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 Shareholders were required under the GEM Listing Rules to abstain from voting at the AGM. There was no party who had stated his/her/its intention in the circular of the Company dated 29 June 2022 to vote against any of the Resolutions at the AGM or to abstain from voting has done so at the AGM.

The poll results of the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors and of the independent auditors of the Company for the year ended 31 March 2022.	600,006,000 (100%)	0 (0%)

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
2.	(i) To re-elect Mr. Chow Mo Lam as an executive director of the Company.	600,006,000 (100%)	0 (0%)
	(ii) To re-elect Mr. Man Yun Yee as an independent non-executive director of the Company.	600,006,000 (100%)	0 (0%)
	(iii) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	600,006,000 (100%)	0 (0%)
3.	To re-appoint Messrs. ZHONGHUI ANDA CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	600,006,000 (100%)	0 (0%)
4.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares not exceeding 20% of the total number of issued shares of the Company as at the date of passing this Resolution.	600,006,000 (100%)	0 (0%)
5.	To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company on the date of passing this Resolution.	600,006,000 (100%)	0 (0%)
6.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by adding to it the aggregate number of shares of the Company repurchased by the Company.	600,006,000 (100%)	0 (0%)
<b>Special Resolution</b>			
7.	To approve the adoption of the second amended and restated memorandum and articles of association of the Company as the new memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association with immediate effect after the close of the meeting and that any director or company secretary of the Company be authorised to do all things necessary to implement the aforesaid adoption of the second amended and restated memorandum and articles of association of the Company.	600,006,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the ordinary Resolutions numbered 1 to 6, all such Resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As more than 75% of the votes were cast in favour of special Resolution numbered 7, such Resolution was duly passed as a special resolution of the Company at the AGM.

All directors of the Company attended the AGM in person or by electronic means.

By Order of the Board  
**Polyfair Holdings Limited**  
**Chow Mo Lam**  
*Chairman*

Hong Kong, 18 August 2022

*As at the date of this announcement, the Board comprises three executive directors of the Company, namely Mr. Chow Mo Lam, Mr. Yu Lap On Stephen and Mr. Wong Kam Man; and three independent non-executive directors of the Company, namely Dr. Lung Cheuk Wah, Mr. Man Yun Yee and Mr. Wong Chi Yung.*

*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 Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Announcements" page for at least seven days from the date of its posting and on the website of the Company at [www.polyfaircurtainwall.com.hk](http://www.polyfaircurtainwall.com.hk).*