中汇集团
Edvantage Group

Edvantage Group Holdings Limited
中滙集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0382)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 JANUARY 2025

The Board announces that all the Resolutions were duly passed by the Shareholders by way of poll at the Annual General Meeting.

The board of directors (the "**Board**") of Edvantage Group Holdings Limited (the "**Company**") is pleased to announce the poll results of the annual general meeting of the Company (the "**Annual General Meeting**") held at Room 1102, 11/F, Wing On Plaza, 62 Mody Road, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 24 January 2025 at 4:30 p.m. Ms. Liu Yi Man and Mr. O'Yang Wiley attended the Annual General Meeting in person whereas all the other Directors participated at the Annual General Meeting by telephone.

Reference is made to the Company's circular (the "**Circular**") in connection with the Annual General Meeting and notice of the Annual General Meeting (the "**Notice**") dated 31 December 2024. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting, the voting on all the resolutions as set out in the Notice (the "**Resolutions**" and each a "**Resolution**") was conducted by way of poll. The voting results in respect of the Resolutions proposed at the Annual General Meeting were as follows:

Ordinary Resolutions			**Number of Votes (%)**	
			For	**Against**
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 August 2024.		889,164,138 (99.50%)	4,434,838 (0.50%)
2.	(a)	To declare a Final Dividend of HK10.0 cents per share of the Company for the year ended 31 August 2024 out of the share premium account.	893,507,525 (99.99%)	91,451 (0.01%)
	(b)	Conditional on resolution numbered 2(a) as set out in the Notice having been passed, to approve that the Final Dividend be payable in cash with a scrip dividend alternative, allowing Eligible Shareholders to choose to receive the Final Dividend wholly or partly in the form of allotment of new Shares, credited as fully paid, in lieu of cash	893,507,525 (99.99%)	91,451 (0.01%)

Ordinary Resolutions				Number of Votes (%)	
				For	**Against**
3.	(a)	To re-elect the following retiring directors of the Company:			
		(i)	Ms. Chen Yuan, Rita , executive director	845,839,775 (94.66%)	47,759,201 (5.34%)
		(ii)	Mr. Liu Yung Kan, non-executive director	845,839,775 (94.66%)	47,759,201 (5.34%)
		(iii)	Mr. O'Yang Wiley, independent non-executive director	886,435,990 (99.20%)	7,162,986 (0.80%)
	(b)	To authorise the Board to fix the remuneration of the directors.		893,455,525 (99.98%)	143,451 (0.02%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix their remuneration.			893,507,525 (99.99%)	91,451 (0.01%)
5.	(A)	To give a general mandate to the directors of the Company to allot, issue and deal with additional shares (including sale or transfer of treasury shares) not exceeding 20% of the number of issued shares of the Company (excluding treasury shares) as at the date of this resolution as set out in the ordinary resolution No. 5(A) of the Notice.		840,609,122 (94.07%)	52,989,854 (5.93%)
	(B)	To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company (excluding treasury shares) as at the date of this resolution as set out in the ordinary resolution No. 5(B) of the Notice.		893,507,525 (99.99%)	91,451 (0.01%)
	(C)	To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to allot, issue and deal with additional shares (including sale or transfer of treasury shares) by adding to the number of issued shares of the Company the number of shares repurchased under ordinary resolution no. 5(B) as set out in the ordinary resolution No. 5(C) of the Notice.		840,671,298 (94.08%)	52,927,678 (5.92%)

Please refer to the Notice for the full text of the Resolutions proposed at the Annual General Meeting.

According to the terms of the scheme rules of the 2024 Share Award Scheme and the relevant trust deeds, the trustee(s) appointed by the Company for the trusts in respect of the 2024 Share Award Scheme (the "**Trustee(s)**") shall not exercise any voting rights in respect of any Shares held under the trusts in respect of the 2024 Share Award Scheme. Thus, no grantees of the aforesaid outstanding awarded shares of the Company will be entitled to exercise, or cause the Trustees to exercise, any voting rights in respect of such awarded shares of the Company.

Hence, the total number of shares entitling the Shareholders to attend and vote for or against each of the Resolutions at the Annual General Meeting was 1,178,230,426; given that 4,573,360 of which were held by the Trustees, the actual number of Shares which gave rise to voting rights at the Annual General Meeting was 1,173,657,066.

Save as aforementioned, there was no restriction on any Shareholders to cast votes on any of the Resolutions at the Annual General Meeting and no parties had stated their intention in the Circular to vote against any of the Resolutions or to abstain from voting at the Annual General Meeting, and there were no (i) Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the Annual General Meeting, nor (ii) Shares of holders that are required under the Listing Rules to abstain from voting.

As more than 50% of the votes were cast in favour of each of the above Resolutions, each of the Resolutions was duly passed as an ordinary resolution at the Annual General Meeting.

MUFG Corporate Markets Pty Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as the scrutineer for vote-taking at the Annual General Meeting.

By order of the Board
Edvantage Group Holdings Limited
Liu Yung Chau
Chairman and Executive Director

Hong Kong, 24 January 2025

As at the date of this announcement, the executive Directors are Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man, the non-executive Director is Mr. Liu Yung Kan; and the independent non-executive Directors are Mr. Xu Gang, Mr. O'Yang Wiley and Mr. Li Jiatong.