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China Boton Group Company Limited 中國波頓集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3318)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 11 DECEMBER 2023

Reference is made to the circular of China Boton Group Company Limited (the “**Company**”) dated 23 November 2023 (the “**Circular**”) and the notice of the extraordinary general meeting dated 23 November 2023 (the “**Notice**”) in relation to the proposal for the adoption of the Share Award Scheme and the New Share Option Scheme and the Termination of the Existing Share Option Scheme. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise specified.

The board of directors (the “**Board**”) is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the holders of the Company’s ordinary shares (the “**Shareholders**”) by way of poll at the extraordinary general meeting of the Company held on 11 December 2023 (the “**EGM**”). The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The poll results in respect of all the resolutions at the EGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	Subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the “ Stock Exchange ”) granting approval of the listing of, and permission to deal in, ordinary shares in the share capital of the Company (the “ Shares ”) which may fall to be allotted and issued pursuant to the awards granted under Share Award Scheme (as defined in the Circular), to approve the adoption of the Share Award Scheme, and to authorise the directors of the Company to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Share Award Scheme, as set out in resolution no. 1 of the Notice	754,125,537 (99.81%)	1,418,022 (0.19%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
2.	(a) Subject to and conditional upon the Listing Committee of the Stock Exchange granting approval of the listing of, and permission to deal in, the Shares which may fall to be allotted and issued pursuant to the exercise of any share options granted under New Share Option Scheme (as defined in the Circular), to approve the adoption of New Share Option Scheme, and to authorise the directors of the Company to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to New Share Option Scheme, as set out in resolution no. 2(a) of the Notice	754,125,537 (99.81%)	1,418,022 (0.19%)
	(b) Conditional on resolution no. 2(a) above being passed, to approve the termination of the Existing Share Option Scheme (as defined in the Circular)	755,543,537 (99.99%)	22 (0.01%)
3.	(a) To approve the Scheme Mandate Limit (as defined in the Circular)	754,125,537 (99.81%)	1,418,022 (0.19%)
	(b) Conditional upon the resolutions no. 1 and no. 2 above being passed, and within the Scheme Mandate Limit (as defined in the Circular), to approve the Service Provider Sublimit (as defined in the Circular)	754,125,537 (99.81%)	1,418,022 (0.19%)

Please refer to the Notice for the full text of the resolutions proposed at the EGM.

As at the date of the EGM (11 December 2023), there were a total of 1,080,512,146 Shares in issue, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the EGM (the “**Resolutions**”). There was no restriction on any Shareholders to cast votes on any of the Resolutions and none of the Shareholders had stated their intention in the Circular to vote against any of the Resolutions or to abstain from voting on the Resolutions, and there were no (i) Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions pursuant to Rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange, nor (ii) Shareholders that were required under the Listing Rules to abstain from voting on the Resolutions.

As more than 50% of the valid votes were cast in favour of each of the Resolutions, each of the Resolutions was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, the total number of the Company’s issued Shares was 1,080,512,146, with reference to which the Scheme Mandate Limit under Resolution No. 3(a), and the Service Provider Sublimit under Resolution No. 3(b) will be determined. Accordingly, the Scheme Mandate Limit under Resolution No. 3(a) shall be 108,051,214 Shares, and the Service Provider Sublimit under Resolution No. 3(b) shall be 32,415,364 Shares.

The Company would like to report that Mr. Wang Ming Fan, Mr. Yang Ying Chun, Mr. Ng Kwun Wan, Mr. Leung Wai Man, Roger, Mr. Zhou Xiao Xiong and Mr. Yau How Boa attended the EGM in person; Mr. Li Qing Long attended the EGM by video conference.

On behalf of the Board
China Boton Group Company Limited
WANG Ming Fan
Chairman

Hong Kong, 11 December 2023

As at the date of this announcement, the executive Directors are Mr. Wang Ming Fan, Mr. Li Qing Long and Mr. Yang Ying Chun. The independent non-executive Directors are Mr. Ng Kwun Wan, Mr. Leung Wai Man, Roger, Mr. Zhou Xiao Xiong and Mr. Yau How Boa.