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KWG GROUP HOLDINGS LIMITED

合景泰富集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1813)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 13 JANUARY 2023

References are made to the notice of the extraordinary general meeting (the “**Notice**”) and the circular (the “**Circular**”) of KWG Group Holdings Limited (the “**Company**”), both dated 21 December 2022. Capitalized terms used in this announcement shall have the same meanings as defined in the Circular unless otherwise stated.

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that at the EGM convened and held on 13 January 2023, the proposed resolutions as set out in the Notice were put for voting by way of poll and were duly passed by the Shareholders.

The poll results in respect of the resolutions proposed at the EGM were as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To consider and approve the New Residential Property Management Services Framework Agreement and the transactions contemplated thereunder (including the proposed annual caps therefor).	235,533,796 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed by the Independent Shareholders as an ordinary resolution.

Special Resolution		Number of Votes (%)	
		For	For
2.	To approve and adopt the amended and restated articles of association of the Company as set out in Appendix II to the Circular in substitution for and to the exclusion of the existing articles of association of the Company.	1,846,393,885 (98.692418%)	24,462,985 (1.307582%)
As more than 75% of the votes were cast in favour of the above resolution, the resolution was duly passed by the Shareholders as a special resolution.			

Notes:

- (1) As at the date of the EGM, the total number of Shares in issue was 3,418,506,445 Shares. To the best of the knowledge, information and belief of the Board, and having made all reasonable enquiries, Plus Earn, Right Rich, Peace Kind, Hero Fine, Excel Wave, Wealth Express, Mr. KONG Jianmin, Mr. KONG Jiantao and Mr. KONG Jiannan hold voting rights of 1,995,892,839 Shares in total and were required to abstain and had abstained from voting on the ordinary resolution numbered 1 proposed at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution numbered 1 proposed at the EGM was 1,422,613,606 Shares. Save for the above,
 - (i) there were no Shareholders who were entitled to attend the EGM but was required to abstain from voting in favor of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules;
 - (ii) none of the Shareholders was required to abstain from voting on any of the resolutions proposed at the EGM; and
 - (iii) there were no restrictions on any Shareholders to cast votes on any of the resolutions proposed at the EGM and there was no party who had stated his/her/its intention in the Circular to vote against or abstain from voting on any of the Resolutions proposed at the EGM.
- (2) The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM.
- (3) Mr. KONG Jiantao and Mr. CAI Fengjia, being the executive Directors, attended the EGM. Mr. KONG Jiannan, being the executive Director and Mr. LEE Ka Sze, Carmelo, Mr. TAM Chun Fai and Mr. LAW Yiu Wing, Patrick, being the independent non-executive Directors, joined the EGM via electronic means.
- (4) The full text of the resolutions is set out in the Notice.

By order of the Board
KWG Group Holdings Limited
KONG Jianmin
Chairman

Hong Kong, 13 January 2023

As at the date of this announcement, the Board comprises seven Directors, of whom Mr. KONG Jianmin (Chairman), Mr. KONG Jiantao (Chief Executive Officer), Mr. KONG Jiannan and Mr. CAI Fengjia are Executive Directors; and Mr. LEE Ka Sze, Carmelo, Mr. TAM Chun Fai and Mr. LAW Yiu Wing, Patrick are Independent Non-executive Directors.