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HIFOOD GROUP HOLDINGS CO., LIMITED

海福德集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 442)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 AUGUST 2022

The Board is pleased to announce that all the resolutions proposed at the annual general meeting held on 18 August 2022 were duly passed by way of poll at the AGM held on 18 August 2022.

Reference is made to the circular of Hifood Group Holdings Co., Limited (the “**Company**”) dated 20 July 2022 (the “**Circular**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 18 August 2022 (the “**AGM**”).

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the issued share capital of the Company comprised 172,600,000 shares of HK\$0.005 each (the “**Shares**”), which was the total number of Shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. Shareholders present at the AGM holding an aggregate of 129,450,554 Shares (representing approximately 75% of the total number of Shares in issue) voted either in person, by proxy or by their duly authorised representatives at the AGM. There were no Shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). No shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM. None of the shareholders of the Company has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

All directors of the Company (the “**Directors**”) have attended the AGM.

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

Ordinary Resolutions		No. of Votes (%) ^{Note}	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor of the Company for the year ended 31 March 2022.	129,450,554 (100.00%)	0 (0.00%)
2.	(A) To re-elect Dr. So Shu Fai as an executive Director.	129,450,554 (100.00%)	0 (0.00%)
	(B) To re-elect Mr. Chan Wai Dune as a non-executive Director.	129,450,554 (100.00%)	0 (0.00%)
	(C) To re-elect Mr. Yau Pak Yue as an independent non-executive Director.	129,450,554 (100.00%)	0 (0.00%)
	(D) To re-elect Mr. Chung Wai Man as an independent non-executive Director.	129,450,554 (100.00%)	0 (0.00%)
3.	To authorise the Board to fix the remuneration of the Directors.	129,450,554 (100.00%)	0 (0.00%)
4.	To re-appoint the auditor of the Company and to authorise the Board to fix the remuneration of the auditor of the Company.	129,450,554 (100.00%)	0 (0.00%)
5.	(A) To grant an unconditional general mandate to the Directors to issue, allot and otherwise deal in shares not exceeding 20% of the number of issued shares of the Company;	129,450,552 (99.99%)	2 (0.01%)
	(B) To grant an unconditional general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company; and	129,450,554 (100.00%)	0 (0.00%)
	(C) To extend, conditional upon the passing of resolutions 5(A) and 5(B), the mandate granted to the Directors under resolution 5(A) by adding thereto the number of Shares repurchased under resolution 5(B).	129,450,552 (99.99%)	2 (0.01%)

Special Resolutions		No. of Votes (%) ^{Note}	
		For	Against
6.	To approve and adopt the second amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company, and to authorise any Director and the company secretary of the Company to do all such acts and things to implement and give effect to the adoption of the second amended and restated memorandum and articles of association of the Company.	129,450,554 (100.00%)	0 (0.00%)
7.	To approve the proposed change of company name.	129,450,554 (100.00%)	0 (0.00%)

Note: All percentages are rounded up to two decimal places.

The full text of the above resolutions are set out in the notice of the AGM dated 20 July 2022.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 5, the resolutions numbered 1 to 5 were duly passed as ordinary resolutions of the Company at the AGM. As more than 75% of the votes were cast in favour of each of the special resolutions numbered 6 to 7, the resolutions numbered 6 to 7 were duly passed as special resolutions of the Company at the AGM.

Shareholders may refer to the Circular for details of the above resolutions. The Circular may be viewed and downloaded from the Company's website at www.ktl.com.hk or the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
Hifood Group Holdings Co., Limited
Dr. So Shu Fai
Chairman and executive Director

Hong Kong, 18 August 2022

As at the date of this announcement, the executive Directors are Dr. So Shu Fai and Mr. Tom Xie; the non-executive Director is Mr. Chan Wai Dune; and the independent non-executive Directors are Mr. Yau Pak Yue, Mr. Chung Wai Man and Mr. Ning Rui.