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Khoon Group Limited
坤集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 924)

**POLL RESULTS OF THE ANNUAL GENERAL
MEETING HELD ON 25 NOVEMBER 2022**

AND

**ADOPTION OF THE SECOND AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

Khoon Group Limited (the “**Company**”) is pleased to announce that all resolutions proposed at the annual general meeting (the “**AGM**”) of the Company held on 25 November 2022 were duly passed by way of poll.

The board of directors (the “**Board**”) of the Company, namely Mr. Ang Jui Khoon, Mr. Ang Kok Kwang (Hong Guoguang), Mr. Ang Yong Kwang (Hong Yongquan), Ms. Leung Wing Chi Kylie and Mr. Yeo Kwang Maccann, attended the AGM except for Mr. Hon Chin Kheong (Han Zhenqiang). The poll results of the AGM are as follows:

ORDINARY RESOLUTIONS*		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited financial statements, the report of the directors and the independent auditor’s report of the Company for the year ended 30 June 2022.	590,000,000 (100%)	0 (0%)
2.	(A) To re-elect Mr. Ang Kok Kwang (Hong Guoguang) as an executive director of the Company.	590,000,000 (100%)	0 (0%)
	(B) To re-elect Mr. Ang Yong Kwang (Hong Yongquan) as an executive director of the Company.	590,000,000 (100%)	0 (0%)
	(C) To authorize the board of directors of the Company to fix the directors’ remuneration.	590,000,000 (100%)	0 (0%)
3.	To re-appoint Deloitte & Touche LLP as the auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	590,000,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS*		Number of Votes (%)	
		For	Against
4.	(A) To grant a general mandate to the directors of the Company to allot, issue or otherwise deal with additional shares not exceeding 20% of the total number of issued shares of the Company.	590,000,000 (100%)	0 (0%)
	(B) To grant a general mandate to the directors of the Company to repurchase the Company's shares not exceeding 10% of the total number of issued shares of the Company.	590,000,000 (100%)	0 (0%)
	(C) Conditional upon the passing of resolutions nos. 4(A) and 4(B), to extend the general mandate granted to the directors of the Company to issue shares by the number of shares repurchased.	590,000,000 (100%)	0 (0%)
SPECIAL RESOLUTION*		Number of Votes (%)	
		For	Against
5.	To consider and approve the proposed amendments to the amended and restated memorandum and articles of association of the Company and approve the adoption of the second amended and restated memorandum and articles of association of the Company.	590,000,000 (100%)	0 (0%)

* The full text of the resolutions are set out in the notice of the AGM dated 24 October 2022.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 4(C), such resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the resolution numbered 5, such resolution was duly passed as special resolution of the Company.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company (the “**Shares**”) was 1,000,000,000 Shares which were the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions at the AGM and no holders of the Shares are required under Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) to abstain from voting on any of the resolutions at the AGM. None of the shareholders of the Company (the “**Shareholders**”) have stated their intention in the Company's circular dated 24 October 2022 to vote against or to abstain from voting on any of the resolutions at the AGM. Boardroom Share Registrars (HK) Limited, the share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the AGM.

ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

Reference are made to the announcement of the Company dated 17 October 2022 and the circular of the Company dated 24 October 2022 relating to the proposed amendments to the amended and restated memorandum and articles of association of the Company. The Board is pleased to announce that, following the passing of the special resolution, the proposed amendments to the amended and restated memorandum and articles of association of the Company and the adoption of the second amended and restated memorandum and articles of association of the Company (the “**second amended and restated M&A**”) were duly approved by the Shareholders at the AGM. The full text of the second amended and restated M&A has been published on the HKEXnews website of the Stock Exchange at (www.hkexnews.hk) and the website of our Company at www.khoongroup.com.

By Order of the Board
Khoon Group Limited
Ang Jui Khoon
Chairman and Executive Director

Hong Kong, 25 November 2022

As at the date of this announcement, the board of directors of the Company comprises three executive directors, namely Mr. Ang Jui Khoon, Mr. Ang Kok Kwang (Hong Guoguang) and Mr. Ang Yong Kwang (Hong Yongquan); and three independent non-executive directors, namely Ms. Leung Wing Chi Kylie, Mr. Yeo Kwang Maccann and Mr. Hon Chin Kheong (Han Zhenqiang).