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REF Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1631)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 APRIL 2024

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2024 AGM.

The board of directors (the “**Directors**” and the “**Board**”, respectively) of REF Holdings Limited (the “**Company**”) is pleased to announce that all the proposed ordinary resolutions (the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 26 March 2024 (the “**AGM Notice**”) were duly passed by the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the AGM held on Wednesday, 17 April 2024 (the “**2024 AGM**”).

As at the date of the 2024 AGM, there were 256,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2024 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2024 AGM as set out in Rule 13.40 of Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Proposed Resolutions at the 2024 AGM. None of the Shareholders has stated in the Company’s circular dated 26 March 2024 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2024 AGM.

Union Registrars Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the 2024 AGM.

The Company would like to report that Mr. Lau Man Tak and Ms. Fan Jia Yin attended the 2024 AGM in person; and Mr. Lee Hon Man Eric, Mr. Leung Chi Hung and Mr. Wong Kun Kau attended the 2024 AGM by electronic means.

The poll results in respect of all the Proposed Resolutions put to the vote of the 2024 AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of Votes (Approximate %) <i>(Note 1)</i>	
		For	Against
1	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries together with the reports of the directors and independent auditors of the Company for the year ended 31 December 2023	192,550,000 (100%)	0 (0%)
2(a)	(i) To re-elect Ms. Fan Jia Yin as an executive director of the Company	192,550,000 (100%)	0 (0%)
	(ii) To re-elect Mr. Lau Man Tak as a non-executive director of the Company	192,550,000 (100%)	0 (0%)
2(b)	To authorise the board of directors of the Company to fix the remuneration of the directors	192,550,000 (100%)	0 (0%)
3	To re-appoint HLB Hodgson Impey Cheng Limited as the independent auditor of the Company and authorise the board of directors of the Company to fix its remuneration	192,550,000 (100%)	0 (0%)
4	To grant a general and unconditional mandate to the directors of the Company to allot, issue and deal with additional shares up to 20% of the aggregate number of the issued shares of the Company <i>(Note 2)</i>	192,015,000 (99.72%)	535,000 (0.28%)
5	To grant a general and unconditional mandate to the directors of the Company to repurchase shares up to 10% of the aggregate number of the issued shares of the Company <i>(Note 2)</i>	192,550,000 (100%)	0 (0%)
6	Conditional upon the passing of resolutions no. 4 and no. 5, to extend the general and unconditional mandate granted to the directors of the Company pursuant to resolution no. 4 by adding the number of shares repurchased pursuant to resolution no. 5 <i>(Note 2)</i>	192,015,000 (99.72%)	535,000 (0.28%)

Notes:

- 1 The number of votes and the approximate percentage of the total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2024 AGM in person or by authorised representative or by proxy.
- 2 For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

For and on behalf of
REF Holdings Limited
Lau Man Tak
Chairman

Hong Kong, 17 April 2024

As at the date of this announcement, the Board comprises Ms. Fan Jia Yin as executive Director; Mr. Lau Man Tak (Chairman) as non-executive Director; and Mr. Lee Hon Man Eric, Mr. Leung Chi Hung and Mr. Wong Kun Kau as independent non-executive Directors.