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A.Plus Group Holdings Limited 優越集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1841)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 AUGUST 2019

Reference is made to the circular (the “**Circular**”) and the notice of the AGM (the “**AGM Notice**”) of A.Plus Group Holdings Limited (the “**Company**”) both dated 17 July 2019. Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that at the annual general meeting of the Company held on 19 August 2019 (the “**AGM**”), all proposed ordinary resolutions (the “**Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

POLL RESULTS OF THE AGM

At the AGM held on 19 August 2019, all Resolutions were taken by poll. The poll results are as follows:

| ORDINARY RESOLUTIONS | | Number of Votes (%) | |
|----------------------|---|-----------------------|--------------|
| | | For | Against |
| 1. | To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Director(s) ”) and auditors of the Company for the year ended 31 March 2019. | 263,460,000 (100%) | 0 (0.00%) |
| 2(a). | To declare a final dividend for the year ended 31 March 2019. | 263,460,000 (100%) | 0 (0.00%) |
| 2(b). | To declare a special dividend for the year ended 31 March 2019. | 263,460,000 (100%) | 0 (0.00%) |
| 3(a). | To re-elect Mr. Lam Kim Wan as an executive Director. | 263,460,000 (100%) | 0 (0.00%) |
| 3(b). | To re-elect Ms. Sze Tak On as an independent non-executive Director. | 263,460,000 (100%) | 0 (0.00%) |
| 4. | To authorise the board of Directors (the “ Board ”) to fix the respective remuneration of the Directors. | 263,460,000 (100%) | 0 (0.00%) |
| 5. | To re-appoint SHINEWING (HK) CPA Limited as the Company’s independent auditors and to authorise the Board to fix their remuneration. | 263,460,000 (100%) | 0 (0.00%) |

| ORDINARY RESOLUTIONS | | Number of Votes (%) | |
|----------------------|---|-----------------------|--------------|
| | | For | Against |
| 6(A). | To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company of up to 20% of the aggregate nominal value of the share capital of the Company as in issue at the date of passing of this resolution. | 263,460,000 (100%) | 0 (0.00%) |
| 6(B). | To grant a general mandate to the Directors to repurchase shares of the Company of up to 10% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing of this resolution. | 263,460,000 (100%) | 0 (0.00%) |
| 6(C). | To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company. | 263,460,000 (100%) | 0 (0.00%) |

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

As the date of the AGM, the total number of issued share of the Company was 400,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and no Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM. Shareholders may refer to the AGM Notice and the Circular for details of the above Resolutions.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
A.Plus Group Holdings Limited
Lam Kim Wan
Chairman and Executive Director

Hong Kong, 19 August 2019

As at the date of this announcement, the executive Directors are Mr. Lam Kim Wan and Mr. Fong Wing Kong; and the independent non-executive Directors are Mr. Yue Ming Wai Bonaventure, Ms. Sze Tak On and Mr. Leung Siu Hong.