

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



M&L HOLDINGS GROUP LIMITED

明樑控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8152)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 16 JANUARY 2025

References are made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of M&L Holdings Group Limited (the “**Company**”), both dated 24 December 2024. Capitalised terms used herein have the same meanings as those defined in the Circular and the Notice unless otherwise stated.

POLL RESULTS OF THE EGM

The Board announces that on 16 January 2025, the proposed resolutions as set out in the EGM Notice was taken by poll. The poll results are as follows:

Ordinary Resolutions <i>(Note 1)</i>		Number of votes <i>(Note 2)</i> <i>(approximate % of total number of votes cast)</i>	
		For	Against
1.	To approve, confirm and ratify the Disposal Agreement and the transactions contemplated thereunder and to authorise any one of the directors of the Company to do all such acts and things, to sign and execute all such documents for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to the aforesaid	397,620,015 (100.00%)	0 (0.00%)

Ordinary Resolutions <i>(Note 1)</i>		Number of votes <i>(Note 2)</i> <i>(approximate % of total number of votes cast)</i>	
		For	Against
2	To approve, confirm and ratify the Acquisition Agreement and the transactions contemplated thereunder and to authorise any one of the directors of the Company to do all such acts and things, to sign and execute all such documents for and on behalf of the Company as they consider necessary, appropriate, desirable or expedient to give effect to the aforesaid	397,620,015 (100.00%)	0 (0.00%)

Notes:

1. The full text of the resolutions is set out in the Notice and Circular.
2. The number of votes and percentage of voting Shares are based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy.

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions as above were duly passed by the Shareholders as ordinary resolutions of the Company at the EGM.

As at the date of the EGM, the total number of issued shares of the Company was 600,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. There was no Share entitling the Shareholder to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rules, and no Shareholder was required to abstain from voting on the resolutions at the EGM under the GEM Listing Rules. No Shareholder had indicated in the Circular their intention to vote against or to abstain from voting on the resolutions at the EGM.

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

The Board would like to report that Mr. Ng Lai Tong, Ir Lo Kok Keung, Mr. Lau Chi Leung and Ms. Luk Pui Yin Grace attended the EGM in person, while Mr. Ng Lai Ming, Mr. Ng Lai Po and Mr. Tai Wai Kwok attended by teleconference.

By order of the Board
M&L Holdings Group Limited
Ng Lai Tong
Executive Director

Hong Kong, 16 January 2025

As at the date of this announcement, the executive Directors of the Company are Mr. Ng Lai Ming, Mr. Ng Lai Tong and Mr. Ng Lai Po; and the independent non-executive Directors of the Company are Mr. Tai Wai Kwok, Ir Lo Kok Keung, Mr. Lau Chi Leung, and Ms. Luk Pui Yin Grace.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Stock Exchange website at www.hkexnews.hk, on the “Latest Company Announcements” page for at least seven days from the date of its posting and on the Company’s website at <https://www.mleng.com/>.