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Pizu Group Holdings Limited

比優集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8053)

ANNUAL GENERAL MEETING ON 20 SEPTEMBER 2024 POLL RESULTS AND EXPECTED PAYMENT DATE OF FINAL DIVIDEND

References are made to the circular (the “**Circular**”) of Pizu Group Holdings Limited (the “**Company**”) and the notice of annual general meeting of the Company (the “**AGM Notice**”), both dated 8 July 2024. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular and the AGM Notice.

The Board is pleased to announce that all the resolutions set out in the AGM Notice were duly passed, by way of poll, at the AGM held on 20 September 2024. Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

The full text of the resolutions is set out in the AGM Notice.

Set out below are the poll results in respect of the resolutions put to the vote at the AGM:

ORDINARY RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
1.	To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 March 2024.	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
2.	To declare the final dividend of HK\$0.01 per share for the year ended 31 March 2024.	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		

ORDINARY RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
3.	(a) To re-elect retiring Directors:		
	(i) To re-elect Ms. Qin Chunhong.	1,421,945,681 (100%)	0 (0%)
	(ii) To re-elect Ms. Zhang Jinghua.	1,421,945,681 (100%)	0 (0%)
	(iii) To re-elect Mr. Ha Suo Ku.	1,421,945,681 (100%)	0 (0%)
	(b) To authorise the Board to fix the remuneration of the Directors.	1,421,945,681 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of such resolutions, such resolutions were duly passed as ordinary resolutions.			
4.	To re-appoint BDO Limited as the Company's auditors and to authorise the Board to fix their remuneration.	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
5.	Ordinary Resolution on item 5 of the AGM Notice (to grant a general mandate to the Directors to allot and issue new Shares).	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
6.	Ordinary Resolution on item 6 of the AGM Notice (to grant a general mandate to the Directors to repurchase the Shares).	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
7.	Ordinary Resolution on item 7 of the AGM Notice (to extend a general mandate to the Directors to issue new Shares).	1,421,945,681 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		

SPECIAL RESOLUTION		NO. OF VOTES (%)	
		FOR	AGAINST
8.	Special Resolution on item 8 of the AGM Notice (to approve the proposed amendments to the existing articles of association of the Company and to adopt the amended and restated articles of association of the Company).	1,421,945,681 (100%)	0 (0%)
As not less than three-fourths of the votes were cast in favour of such resolution, such resolution was duly passed as a special resolution.			

As at the date of the AGM, the total number of Shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against the Resolutions Nos. 1 to 8 above at the AGM was 3,558,724,852 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholders were required under the GEM Listing Rules to abstain from voting on the resolutions at the AGM. In addition, no Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Mr. Ma Tianyi, Mr. Ma Yong, Mr. Ha Suo Ku and Dr. Li Xu, attended the AGM by electronic means. Mr. Li Fali and Ms. Qin Chunhong attended the AGM in person. Other Directors were unable to attend the AGM due to other business commitments.

PAYMENT OF THE FINAL DIVIDEND

References are made to the announcement of the Company dated 8 July 2024 in relation to 2024 annual results and declaration of final dividends. The record date for determining the entitlement to the Final Dividend is Thursday, 10 October 2024 and the register of members of the Company will be closed from Monday, 7 October 2024 to Thursday, 10 October 2024, both dates inclusive. Shareholders are reminded that in order to qualify to receive the Final Dividend, they must ensure that all transfers accompanied by the relevant share certificates are lodged with the share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 4 October 2024. It is expected that the payment of the final dividend will be made on or around Friday, 6 December 2024.

By Order of the Board
Pizu Group Holdings Limited
Mr. Ma Tianyi
Chairman and Chief Executive Officer

Hong Kong, 20 September 2024

As at the date of this announcement, the Board comprises eight Directors. The executive Directors are Mr. Ma Tianyi (Chairman and Chief Executive Officer), Mr. Liu Fali (Chief Operating Officer), Ms. Qin Chunhong, Ms. Ma Ye and Mr. Ma Yong; and the independent non-executive Directors are Ms. Zhang Jinghua, Mr. Ha Suoku and Dr. Li Xu.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of its publication and on the Company’s website at www.pizugroup.com.