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SAM WOO CONSTRUCTION GROUP LIMITED

三和建築集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code : 3822)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 9 SEPTEMBER 2022

Sam Woo Construction Group Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 9 September 2022 (the “**AGM**”), all the proposed resolutions (“**Resolutions**”) set out in the notice dated 12 July 2022 (the “**Notice**”) were duly passed by the shareholders of the Company by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the circular of the Company dated 12 July 2022 (the “**Circular**”). The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1	To consider and receive the audited consolidated financial statements and the report of the Directors of the Company and the Auditor’s report for the year ended 31 March 2022.	1,200,100,220 (99.99%)	4,000 (0.01%)
2(a)	To re-elect Mr. Lau Chun Ming as an Executive Director;	1,200,084,220 (99.99%)	20,000 (0.01%)
2(b)	To re-elect Mr. Lau Chun Ka as an Executive Director;	1,200,084,220 (99.99%)	20,000 (0.01%)
2(c)	To re-elect Mr. Ip Tin Chee, Arnold as an Independent Non-executive Director; and	1,200,084,220 (99.99%)	20,000 (0.01%)

2(d)	To authorise the Board of Directors to fix their remuneration.	1,200,104,220 (99.60%)	4,800,000 (0.40%)
3	To re-appoint PricewaterhouseCoopers as Auditor of the Company and to authorise the Board of Directors to fix its remuneration.	1,200,104,220 (100.00%)	0 (0.00%)
4	To give a general mandate to the Directors to allot, issue and deal with additional shares in the capital of the Company not exceeding 20% of the existing issued share capital.	1,200,092,220 (99.99%)	12,000 (0.01%)
5	To give a general mandate to the Directors to repurchase the Company's shares not exceeding 10% of the total nominal amount of the existing issued share capital.	1,200,096,220 (99.99%)	8,000 (0.01%)
6	To extend the general mandate granted to the Directors to allot and issue additional shares of the Company by the number of shares repurchased.	1,200,092,220 (99.99%)	12,000 (0.01%)
Special Resolution		Number of votes (%)	
		For	Against
7	To approve the adoption of the Second Amended and Restated Memorandum and Articles of Association of the Company.	1,200,048,220 (99.99%)	8,000 (0.01%)

Notes:

- (1) The full text of the Ordinary Resolutions and the Special Resolution are set out in the Notice.
- (2) As at the date of the AGM, the total number of issued shares of the Company was 1,680,000,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all Resolutions at the AGM.
- (3) There were no shares entitling the Shareholders to attend and abstain from voting in favour pursuant to rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").
- (4) No Shareholders were required under the Listing Rules to abstain from voting on the Ordinary Resolutions and the Special Resolution at the AGM.

- (5) No parties have indicated in the Circular containing the Notice that they intend to vote against or abstain from voting on the Ordinary Resolutions and the Special Resolution at the AGM.
- (6) As more than 50% of the votes were cast in favour of each of the abovementioned Ordinary Resolutions and not less than 75% of the votes were cast in favour of the abovementioned Special Resolution, all the Ordinary Resolutions were duly passed as Ordinary Resolutions and the Special Resolution was duly passed as a Special Resolution of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

All Directors attended the AGM either in person or by electronic means.

By order of the Board
Sam Woo Construction Group Limited
Chan Sun Kwong
Company secretary

Hong Kong, 9 September 2022

As at the date of this announcement, the Executive Directors of the Company are Mr. Lau Chun Ming, Mr. Lau Chun Kwok, Mr. Lau Chun Ka and Ms. Leung Lai So; the Independent Non-executive Directors of the Company are Professor Wong Sue Cheun, Roderick, Mr. Chu Tak Sum and Mr. Ip Tin Chee, Arnold.