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Amuse Group Holding Limited

佰悅集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8545)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD AT 11:00 A.M. ON 7 JANUARY 2022 IN RELATION TO THE DISPOSAL OF THE ENTIRE INTERESTS IN A PROPERTY HOLDING COMPANY

The Board is pleased to announce that the ordinary resolutions proposed at the EGM have been duly passed by the Independent Shareholders by way of poll at the EGM held at 11:00 a.m. on 7 January 2022 in accordance with the requirements of the Listing Rules.

References are made to the circular (the “**Circular**”) of Amuse Group Holding Limited (the “**Company**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company both dated 20 December 2021 in relation to the disposal of the entire interest in a property holding company. Unless otherwise defined, capitalized terms used in this announcement have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolutions (the “**Resolutions**”) as set out in the notice of the EGM have been duly passed by the Independent Shareholders by way of poll at the EGM held at 11:00 a.m. on 7 January 2022 in accordance with the requirements of the Listing Rules. The vote-taking at the EGM was scrutinised by the

Company's branch share registrar in Hong Kong, Tricor Investor Services Limited. The poll results in relation to the Resolutions proposed at the EGM were as follows:

Ordinary Resolutions	No. of votes cast and percentage of total no. of votes cast		Total no. of votes cast
	For	Against	
(a) the S&P Agreement dated 8 November 2021 entered into between the Vendor and the Purchaser and the transactions contemplated thereunder as described in the Circular (a copy of which is marked "A" and signed by the chairman of the meeting for the purpose of identification), be and are hereby approved, confirmed and ratified; and	75,998,413 (100.00%)	0 (0%)	75,998,413 (100.00%)
(b) the directors of the Company be and are hereby authorised on behalf of the Company to do all such acts, matters and things and sign, seal, execute, perfect and deliver all such documents as they may in their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/or give effect to any matters relating to the S&P Agreement and the transactions contemplated thereunder.			

As at the date of the EGM, the total number of Shares in issue of the Company was 1,000,000,000 Shares. Mr. Li, being the Purchaser in respect of the Disposal, is the chairman, the executive Director and the substantial Shareholder of the Company and is a connected person of the Company pursuant to Chapter 20 of the GEM Listing Rules. Accordingly, Mr. Li and his associates, holding or being interested in 180,800,000 Shares, were required to abstain from and had abstained from voting on the Resolutions at the EGM. Accordingly, the Independent Shareholders holding a total number of 819,200,000 Shares were entitled to attend and vote for or against the Resolutions proposed at the EGM.

As more than 50% of the votes were cast, by poll, in favour of each of the Resolutions, respectively, each of the Resolutions have been duly passed as ordinary resolutions of the Company.

There were no Shares entitling the holders to attend and vote only against the Resolutions proposed at the EGM.

By Order of the Board
Amuse Group Holding Limited
Li Wai Keung
Chairman and Executive Director

Hong Kong, 7 January 2022

As at the date of this announcement, the Board comprises Mr. Li Wai Keung, Mr. To Hoi Pan and Ms. Lee Kwai Fong as executive Directors; Mr. Lee Ming Yeung Michael, Mr. Wei Qing and Mr. Chu Wai Tak as non-executive Directors; and Mr. Yu Pui Hang, Ms. Ren Hongyan, Ms. Chow Chi Ling Janice and Ms. Kwok Wai Ling as independent non-executive Directors.

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 GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.amusegroupholding.com.