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# TRULY®

## TRULY INTERNATIONAL HOLDINGS LIMITED 信利國際有限公司

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 0732)

### POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 MAY 2022

The Board hereby announces that at the AGM held on 26 May 2022, all of the proposed resolutions as set out in the AGM notices were duly passed by the Shareholders by way of poll.

References are made to the notice of the annual general meeting (the “AGM”) of Truly International Holdings Limited (the “Company”) dated 22 April 2022, the circular (the “Circular”) of the Company dated 22 April 2022, supplemental announcement to the Circular dated 26 April 2022 and supplemental notice of the AGM dated 13 May 2022. Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the AGM held on 26 May 2022, all of the proposed resolutions as set out in the aforesaid notices of the AGM were passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results in respect of the resolutions passed at the AGM are as follows:

	RESOLUTIONS	For	Against
		Number of Shares (%)	Number of Shares (%)
	<b>ORDINARY RESOLUTIONS</b>		
1.	To adopt the Audited Consolidated Financial Statements and the Reports of the Directors and the Auditors of the Company for the year ended 31 December 2021.	1,769,251,669 (99.03%)	17,408,000 (0.97%)
1A.	To consider and approve the final dividend of 5 HK cents per ordinary share of the Company in respect of the year ended 31 December 2021.	1,786,659,669 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Song Bei Bei as an Executive Director of the Company.	1,721,641,798 (96.36%)	65,017,871 (3.64%)
	(b) To re-elect Mr. Dai Cheng Yun as an Executive Director of the Company.	1,720,771,798 (96.31%)	65,887,871 (3.69%)
	(c) To authorise the Board of Directors of the Company to fix the Directors’ remuneration.	1,786,659,669 (100.00%)	0 (0.00%)

3.	To re-elect Mr. Ip Cho Ting, Spencer (who has served as an Independent Non-executive Director for more than nine years) as an Independent Non-executive Director of the Company and to authorize the Board of Directors of the Company to fix his remuneration.	1,470,580,236 (82.31%)	316,079,433 (17.69%)
4.	To re-appoint Deloitte Touche Tohmatsu as the Company's external auditor and to authorise the Board of Directors of the Company to fix their remuneration.	1,626,789,997 (91.05%)	159,869,672 (8.95%)
5.	To approve the Ordinary Resolutions A to C as set out in the notice of annual general meeting dated 22 April 2022:		
	Resolution (A): To grant a general mandate to the Directors to repurchase shares of the Company up to 10% of the share capital in issue at the date of the resolution.	1,786,269,669 (99.98%)	390,000 (0.02%)
	Resolution (B): To grant a general mandate to the Directors to allot shares of the Company up to 20% of the share capital in issue at the date of the resolution.	1,541,865,398 (86.30%)	244,794,271 (13.70%)
	Resolution (C): To approve and extend the power granted to the Directors under Resolution No. 5(B) by the addition thereto of an amount representing the aggregate nominal amount of the shares repurchased by the Company pursuant to Resolution No. 5(A).	1,569,044,899 (87.82%)	217,614,770 (12.18%)
	<b>SPECIAL RESOLUTION</b>		
6.	To approve proposed amendments to the existing memorandum and articles of association of the Company and proposed adoption of the amended and restated memorandum and articles of association of the Company.	1,684,042,945 (94.26%)	102,616,724 (5.74%)

All of the resolutions No. 1 to 5 set out above were duly passed as ordinary resolutions of the Company respectively. The resolution No. 6 set out above was duly passed as special resolution of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 3,289,229,398 shares, all the holders of which were entitled to attend and vote for or against the resolutions proposed at the AGM. There was no share of the Company entitling the holder to attend and vote only against the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the resolutions at the AGM.

The following Directors attended the AGM, namely Mr. Wong Pong Chun, James, Mr. Cheung Wing Cheung and Mr. Chung Kam Kwong.

By order of the Board of  
**Truly International Holdings Limited**  
**Lam Wai Wah**  
**Chairman**

Hong Kong, 26 May 2022

*As at the date of this announcement, the Board comprised Mr. Lam Wai Wah, Mr. Wong Pong Chun, James, Mr. Song Bei Bei, Mr. Dai Cheng Yun and Mr. Cheung Wing Cheung as executive directors and Mr. Chung Kam Kwong, Mr. Ip Cho Ting, Spencer and Mr. Heung Kai Sing as independent non-executive directors.*