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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 EXTRAORDINARY GENERAL MEETING

HELD ON 27 MAY 2024

References are made to the notice of the extraordinary general meeting (the “EGM”) of Truly International Holdings Limited (the “Company”) dated 26 April 2024 and the circular (the “Circular”) of the Company dated 26 April 2024. Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the EGM held on 27 May 2024, the proposed resolution as set out in the aforesaid notice of the EGM was 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 EGM. The poll results in respect of the resolution passed at the EGM are as follows:

	ORDINARY RESOLUTION	For	Against
		Number of Shares (%)	Number of Shares (%)
1.	(a) To approve, confirm and ratify the equity transfer agreement dated 3 April 2024 entered into between Truly Opto-Electronics Limited* (信利光電股份有限公司), a non-wholly owned subsidiary of the Company, as the purchaser, and Renshou Jian No. 1 Investment Centre Limited Partnership* (仁壽集安一號投資中心(有限合夥)) as the vendor, regarding the acquisition of approximately 12.55% equity interest in Truly (Renshou) High-end Display Technology Limited* (信利(仁壽)高端顯示科技有限公司) and the transactions contemplated thereunder.	1,642,420,686 (100.00%)	0 (0%)

	(b) To approve, confirm and ratify the guarantee agreement dated 3 April 2024 entered into between Truly Semiconductors Limited* (信利半導體有限公司), an indirect wholly-owned subsidiary of the Company as the guarantor and Renshou Jian No. 1 Investment Centre Limited Partnership* (仁壽集安一號投資中心(有限合夥)) and the transactions contemplated thereunder.	1,642,420,686 (100.00%)	0 (0%)
	(c) To authorize any one director or company secretary of the Company on behalf of the Company to do all such acts and sign all such documents and to enter into all such transactions and arrangements as may be necessary or expedient in order to ensure smooth implementation of and to give effect to the agreements and the transactions contemplated thereunder.	1,642,420,686 (100.00%)	0 (0%)

The resolution set out above was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the total number of issued shares of the Company was 3,161,105,398 shares, all the holders of which were entitled to attend and vote for or against the proposed resolution at the EGM. There was no share of the Company entitling the holder to attend and abstain from voting in favour of the resolution at the EGM as set out in Rule 13.40 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No Shareholder was required to abstain from voting on the proposed resolution at the EGM. No Shareholders had indicated in the Circular that they intended to vote against or to abstain from voting on any resolutions at the EGM.

The following Directors attended the EGM, namely Mr. Wong Pong Chun, James, Mr. Cheung Wing Cheung, Mr. Chung Kam Kwong, Mr. Heung Kai Sing and Mr. Cheung Wai Yin, Wilson.

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

Hong Kong, 27 May 2024

As at the date of this announcement, the Board comprises Mr. Lam Wai Wah, Mr. Wong Pong Chun, James and Mr. Cheung Wing Cheung as executive directors; Mr. Song Bei Bei and Mr. Dai Cheng Yun as non-executive directors; and Mr. Chung Kam Kwong, Mr. Heung Kai Sing and Mr. Cheung Wai Yin, Wilson as independent non-executive directors.