

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Asia Pioneer Entertainment Holdings Limited

亞洲先鋒娛樂控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8400)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 12 MAY 2023

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2023 AGM.

The board of directors of Asia Pioneer Entertainment Holdings Limited (the “**Company**”, the “**Directors**” and the “**Board**”, respectively) is pleased to announce that all the proposed ordinary resolutions and the special resolution (collectively, the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 20 April 2023 (the “**AGM Notice**”) were duly passed by the holders of the Company’s ordinary shares of HK\$0.01 each (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the AGM held on Friday, 12 May 2023 (the “**2023 AGM**”).

As at the date of the 2023 AGM, there were 1,000,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2023 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2023 AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM**” and the “**GEM Listing Rules**”, respectively).

No Shareholders was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2023 AGM. In addition, no Shareholders have stated their intention in the Company’s circular dated 20 April 2023 (the “**Circular**”) to vote against or abstain from voting on any of the Proposed Resolutions at the 2023 AGM.

Boardroom Share Registrars (HK) Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the 2023 AGM.

The executive Directors (“ED”), Mr. Huie, Allen Tat Yan, Mr. Ng Man Ho Herman and Mr. Chan Chi Lun, as well as the independent non-executive Directors (the “INEDs”), Mr. Choi Kwok Wai and Mr. Ho Kevin King Lun, attended the 2023 AGM. The remaining INED, namely Mr. Ma Chi Seng, did not attend the 2023 AGM.

The poll results in respect of all the Proposed Resolutions put to the vote of the 2023 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note 1)</i>	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor of the Company for the year ended 31 December 2023.	727,020,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Huie, Allen Tat Yan as an ED.	727,020,000 (100%)	0 (0%)
	(b) To re-elect Mr. Ho Kevin King Lun as an INED.	727,020,000 (100%)	0 (0%)
3.	To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2023.	727,020,000 (100%)	0 (0%)
4.	To re-appoint Grant Thornton Hong Kong Limited as the independent auditor of the Company and authorise the Board to fix its remuneration.	727,020,000 (100%)	0 (0%)
5.	To grant a general and an unconditional mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of the Shares in issue as at the date of passing of this resolution. <i>(Note 2)</i>	727,020,000 (100%)	0 (0%)
6.	To grant a general and an unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the total number of the Shares in issue as at the date of passing of this resolution. <i>(Note 2)</i>	727,020,000 (100%)	0 (0%)
7.	Conditional upon the passing of resolutions numbered 5 and 6 above, to extend the general and unconditional mandate granted by resolution numbered 5 by adding thereto the total number of the Shares repurchased by the Company pursuant to the general and unconditional mandate granted by resolution numbered 6 above. <i>(Note 2)</i>	727,020,000 (100%)	0 (0%)

Special Resolution		Number of Votes (%) <i>(Note 1)</i>	
		For	Against
8.	To approve and adopt the second amended and restated memorandum and articles of association of the Company. <i>(Note 2)</i>	727,020,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions numbered 1 to 7, all of them were duly passed as ordinary resolutions of the Company.

As not less than 75% of the votes were cast in favour of the Proposed Resolution numbered 8, the said Proposed Resolution was duly passed as a special resolution of the Company.

Notes:

1. The number of votes and percentage of the total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2023 AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

For and on behalf of
Asia Pioneer Entertainment Holdings Limited
HUIE, Allen Tat Yan
Chairman and Executive Director

Hong Kong, 12 May 2023

As at the date of this announcement, the executive Directors are Mr. HUIE, Allen Tat Yan (Chairman), Mr. NG Man Ho Herman (Chief Executive Officer) and Mr. CHAN Chi Lun (Chief Financial Officer); and the INEDs are Mr. CHOI Kwok Wai, Mr. MA Chi Seng and Mr. HO Kevin King Lun.

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 “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at www.apemacau.com.