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IMAGI
IMAGI INTERNATIONAL HOLDINGS LIMITED
意力國際控股有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 585)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2024**

The Board is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM.

Reference are made to the Notice (as defined below) and the circular of Imagi International Holdings Limited (the “**Company**”) dated 8 May 2024 (the “**Circular**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that all the proposed resolutions as set out in the notice of the annual general meeting dated 8 May 2024 (the “**Notice**”) were duly passed by the Shareholders by way of poll at the AGM.

The poll results in respect of the ordinary resolutions and the special resolutions proposed at the AGM held on 26 June 2024 were as follows:

Ordinary resolutions		Total number of votes held by the Shareholders who attended and voted at the AGM	Number of votes (Approximate % to the number of Shares votes at the AGM) <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 of the Company and of the independent auditor of the Company for the year ended 31 December 2023.	587,592,620	587,592,620 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Kitchell Osman Bin as an executive director of the Company.	587,592,620	587,592,620 (100.00%)	0 (0.00%)
	(b) To re-elect Ms. Choi Ka Wing as an executive director of the Company.	587,592,620	587,592,620 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Miu Frank H. as an independent non-executive director of the Company.	587,592,620	587,592,620 (100.00%)	0 (0.00%)
	(d) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	587,592,620	587,592,620 (100.00%)	0 (0.00%)
3.	To re-appoint Crowe (HK) CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix auditors' remuneration.	587,592,620	587,592,620 (100.00%)	0 (0.00%)

Ordinary resolutions		Total number of votes held by the Shareholders who attended and voted at the AGM	Number of votes (Approximate % to the number of Shares votes at the AGM) <i>(Note 1)</i>	
			For	Against
4.	To grant a general mandate to the directors of the Company to issue, allot and otherwise deal with the additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution (the “ Issue Mandate ”), in the terms as set out as ordinary resolution numbered 4 in the Notice. <i>(Note 2)</i>	587,592,620	587,592,320 (99.99%)	300 (0.01%)
5.	To grant a general mandate to the directors of the Company to repurchase the shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution (the “ Repurchase Mandate ”), in the terms as set out as ordinary resolution numbered 5 in the Notice. <i>(Note 2)</i>	587,592,620	587,592,620 (100.00%)	0 (0.00%)
6.	Conditional upon the passing of resolutions numbered 4 and 5, to extend the Issue Mandate granted to the directors of the Company to issue, allot and otherwise deal with additional shares of the Company by adding the number of shares repurchased by the Company pursuant to and in accordance with the Repurchase Mandate, in the terms as set out as ordinary resolution numbered 6 in the Notice. <i>(Note 2)</i>	587,592,620	587,592,320 (99.99%)	300 (0.01%)

Special resolutions		Total number of votes held by the Shareholders who attended and voted at the AGM	Number of votes (Approximate % to the number of Shares votes at the AGM) <i>(Note 1)</i>	
			For	Against
7.	To approve the adoption of the new bye-laws of the Company, in the terms as set out as special resolution numbered 7 in the Notice. <i>(Note 2)</i>	587,592,620	587,592,320 (99.99%)	300 (0.01%)
8.	To approve the alteration to the memorandum of association of the Company, in terms as set out as special resolution numbered 8 in the Notice.	587,592,620	587,592,320 (99.99%)	300 (0.01%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 6 and no less than 75% of the votes were cast in favour of the special resolutions numbered 7 and 8, all of the above ordinary resolutions and special resolutions were duly passed by way of poll by the Shareholders at the AGM.

Tricor Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

Notes:

1. *The number and percentage of votes are based on the total number of the Shares voted by the Shareholders at the AGM in person or by proxy.*
2. *Full text of the resolutions numbered 4 to 8 are set out in the Notice.*
3. *As at the date of the AGM, the total number of Shares in issue was 829,921,572 Shares, which was the total number of Shares entitling the holders to attend and vote on all resolutions at the AGM.*
4. *There was no Share entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.*
5. *No Shareholders was required under the Listing Rules to abstain from voting on the resolutions at the AGM.*

6. *No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.*
7. *Particulars of Mr. Kitchell Osman Bin, Ms. Choi Ka Wing and Mr. Miu Frank H. are given in the Circular.*
8. *Executive Directors, namely Mr. Kitchell Osman Bin, Ms. Choi Ka and Mr. Shimazaki Koji; and independent non-executive Directors, namely Mr. Chan Hak Kan, Ms. Liu Jianyi and Mr. Miu Frank H., attended the AGM in person or by electronic means.*

By order of the Board
Imagi International Holdings Limited
Kitchell Osman Bin
Chairman

Hong Kong, 26 June 2024

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Mr. Kitchell Osman Bin (*Chairman*)

Ms. Choi Ka Wing

Mr. Shimazaki Koji

Independent non-executive Directors:

Mr. Chan Hak Kan

Ms. Liu Jianyi

Mr. Miu Frank H.