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**FSE SERVICES GROUP LIMITED**

**豐盛服務集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 331)**

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD  
ON 6 DECEMBER 2019 AT 11:30 A.M.**

**SUMMARY**

The Board is pleased to announce that, at the EGM held on 6 December 2019, the proposed ordinary resolutions for the purpose of approving (1) the Proposed Acquisition and the Consideration Issue, and (2) the re-designation of the authorised share capital of the Company and the grant of the Specific Mandate were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of FSE Services Group Limited (the “**Company**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company both dated 15 November 2019.

The Board is pleased to announce that, at the EGM held on 6 December 2019 at 11:30 a.m., (1) the proposed ordinary resolutions approving the Proposed Acquisition and the Consideration Issue (“**Resolution 1**”), and (2) the re-designation of the authorised share capital of the Company and the grant of the Specific Mandate (“**Resolution 2**”) as set out in the notice of the EGM were duly passed by the Independent Shareholders by way of poll.

Unless the context requires otherwise, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

## POLL RESULTS OF THE EGM

The poll results in respect of Resolution 1 and Resolution 2 are as follows:

ORDINARY RESOLUTIONS <i>(Note 1)</i>		No. of votes <i>(Note 2)</i>	
		For	Against
1.	<p>Subject to and conditional upon the passing of ordinary resolution No.2 set out in the notice convening the EGM, to consider and approve:</p> <p>(a) ratify and confirm the Sale and Purchase Agreement, as amended and supplemented by the Supplemental Deed; and</p> <p>(b) subject to and conditional upon completion of the Proposed Acquisition in accordance with the terms of the Sale and Purchase Agreement (as amended and supplemented by the Supplemental Deed), the Consideration Issue.</p>	29,341,031 (99.99%)	3,000 (0.01%)
2.	<p>Subject to and conditional upon the passing of ordinary resolution No.1 set out in the notice convening the EGM, to consider and approve:</p> <p>(a) the re-designation of the authorised share capital of the Company into HK\$100,000,000 divided into 900,000,000 ordinary shares of par value of HK\$0.10 each, and 100,000,000 Convertible Securities of par value of HK\$0.10;</p> <p>(b) the issue of Convertible Securities; and</p> <p>(c) the allotment and issue of such number of Ordinary Shares by director of the company as may be allotted and issued upon the exercise of the conversion rights attaching to the Convertible Securities.</p>	29,341,031 (99.99%)	3,000 (0.01%)

*Notes:*

1. The full text of the resolutions was set out in the notice of the EGM.
2. The number of votes and percentage of voting Ordinary Shares are based on the total number of Ordinary Shares held by the Independent Shareholders who voted at the EGM in person or by proxy.

As at the date of the EGM:

- (1) there were a total of 450,000,000 Ordinary Shares in issue;
- (2) none of the Ordinary Shares entitled the Shareholders to attend and vote only against the proposed resolutions at the EGM;
- (3) except for FSE Holdings, a controlling shareholder of the Company holding 337,500,000 Ordinary Shares, representing 75% of the issued Ordinary Shares carrying the right to vote at general meetings of the Company, who was required to and did abstain from voting at the EGM, none of the other Shareholders was required to abstain from voting on the resolutions proposed at the EGM under the Listing Rules. Accordingly, the total number of Ordinary Shares entitling the Independent Shareholders to attend and vote for and against Resolution 1 and Resolution 2 at the EGM was 112,500,000 Shares; and
- (4) save as aforesaid, no other Shareholder(s) had stated his/her/its/their intention in the Circular to vote against the proposed Resolutions or to abstain from voting at the EGM.

As more than 50% of the votes were cast in favour of both Resolution 1 and Resolution 2, such resolutions were duly passed by the Independent Shareholders as ordinary resolutions.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

By order of the Board  
**FSE Services Group Limited**  
**Chan Ju Wai**  
*Company Secretary*

Hong Kong, 6 December 2019

*As at the date of this announcement, the Board comprises Dr. Cheng Kar Shun, Henry (Chairman) and Mr. Wong Kwok Kin, Andrew as non-executive directors, Mr. Lam Wai Hon, Patrick (Vice-Chairman), Mr. Poon Lock Kee, Rocky (Chief Executive Officer), Mr. Doo William Junior Guilherme, Mr. Lee Kwok Bong, Mr. Soon Kweong Wah and Mr. Wong Shu Hung (Dr. Cheng Chun Fai as his alternate) as executive directors, Mr. Kwong Che Keung, Gordon, Mr. Hui Chiu Chung, Stephen, Mr. Lee Kwan Hung, Eddie and Dr. Tong Yuk Lun, Paul as independent non-executive directors.*