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MAINLAND HEADWEAR HOLDINGS LIMITED

飛達帽業控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 1100)

RESULTS OF SPECIAL GENERAL MEETING HELD ON 27 DECEMBER 2019

The board of directors (the “**Board**”) of Mainland Headwear Holdings Limited (the “**Company**”) is pleased to announce that the ordinary resolutions as set out in the notice of SGM dated 10 December 2019 for approval of the Manufacturing Agreement and the transactions contemplated thereunder (including without limitation the Transactions and the New Caps) was duly passed by way of poll at the Company’s SGM held on 27 December 2019.

Reference is made to Company’s circular dated 10 December 2019 (the “**Circular**”). Terms used in this announcement shall have the same meanings as defined in the Circular, unless the context otherwise requires.

RESULTS OF THE COMPANY’S SGM

The Board is pleased to announce that the ordinary resolution as set out in the notice of SGM dated 10 December 2019 for approval of the Manufacturing Agreement and the transactions contemplated thereunder (including without limitation the Transactions and the New Caps) (“**Ordinary Resolution**”) was duly passed by way of poll at the Company’s SGM held on 27 December 2019.

* *For identification purpose only*

The voting results of the Company's SGM are as follows:

Ordinary resolution	Number of votes (Shares) and percentage (%) [*]	
	For	Against
Ordinary Resolution	184,020,721 (100%)	Nil (0%)

^{*} based on the total number of Shares with voting rights held by Shareholders who cast their votes for or against the Ordinary Resolution.

As at the date of the SGM, the Company had 405,323,284 Shares in issue. New Era Cap Hong Kong LLC, (including its beneficial owners and their respective associates) controlled or was entitled to control over the entire voting right in respect of 79,601,000 Shares (representing approximately 19.64% of the issued share capital of the Company), pursuant to the Listing Rules, they were required to abstain, and had abstained, from voting on the Ordinary Resolution at the SGM. As such, the total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolution is 325,722,284 Shares. There is no Shareholder who is entitled to attend the SGM and can vote only against the Ordinary Resolution.

As sufficient votes present at the SGM either in person or by proxy were cast in favour of the Ordinary Resolution, the above resolution was duly passed. Tricor Tengis Limited, was the scrutineer responsible for vote taking.

By Order of the Board
Mainland Headwear Holdings Limited
Ngan Hei Keung
Chairman

Hong Kong, 27 December 2019

As at the date hereof, the Board of Directors of the Company comprises eight directors, of which five are Executive Directors, namely Mr. Ngan Hei Keung, Madam Ngan Po Ling, Pauline, BBS, JP, Mr. James S. Patterson, Ms. Maggie Gu and Mr. Ngan Siu Hon, Alexander; and three are Independent Non-executive Directors, namely Mr. Leung Shu Yin, William, Mr. Liu Tieh Ching, Brandon, JP and Mr. Gordon Ng.