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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 31 OCTOBER 2022

References are made to the circular (the “**Circular**”) of Mainland Headwear Holdings Limited (the “**Company**”) and the notice of special general meeting of the Company (the “**SGM Notice**”), both dated 6 October 2022. 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 all the resolution set out in the SGM Notice were duly passed by way of poll at the SGM held on 31 October 2022, including the Extension of Manufacturing Agreement, the proposed new annual caps for the years ending 31 December 2023 and 2024, the revision of the annual cap for the year ending 31 December 2022 (collectively, the “**Continuing Connected Transactions**”), the Proposed Amendments and the adoption of the Amended and Restated Bye-laws in substitution for, and to the exclusion of, the existing Bye-laws. Tricor Tengis Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

As at the date of the SGM, the Company had 426,223,448 Shares in issue. As disclosed in the Circular, NEHK (including its beneficial owners and their respective associates) controlled or was entitled to control over the entire voting right in respect of 83,581,050 Shares (representing approximately 19.61% of the issued share capital of the Company) Pursuant to the Listing Rules, they were required to abstain, and had abstained, from voting in respect of the resolutions proposed for the approval of the Continuing Connected Transactions at the SGM. As such, the total number of Shares entitling the Shareholders to attend and vote for or against the Continuing Connected Transactions was 342,642,398 Shares.

Save as disclosed above, (i) no Shareholders was required under the Listing Rules to abstain from voting at the SGM; and (ii) the Company is not aware of any person who has indicated his/her/its intention to vote against any resolution or to abstain from voting at the SGM. In addition, there were no Shares entitling the Shareholders to attend the SGM and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

Mr. Ngan Hei Keung, Madam Ngan Po Ling, Pauline, BBS, JP, Mr. Ngan Siu Hon, Alexander, Mr. Lai Man Sing, Mr. Leung Shu Yin, William, Mr. Liu Tieh Ching, Brandon, JP and Mr. Gordon Ng, being Directors of the Company, attended the SGM.

The table below provides a summary of the resolutions only. The full text of the resolutions is set out in the SGM Notice. Shareholders may also refer to the Circular for the details of the resolutions. The poll results in respect of the resolutions were as follows:

Ordinary resolutions		Number of Shares represented by the vote cast at the SGM (approximate%)	
		For	Against
1.	To approve the Extension of Manufacturing Agreement and all the transactions contemplated therein (including but not limited to the Transactions and the new annual caps for the years ending 31 December 2023 and 2024).	194,607,366 (100.00%)	0 (0.00%)
2.	To approve the revised annual cap for the year ending 31 December 2022 in relation to the Manufacturing Agreement.	194,607,366 (100.00%)	0 (0.00%)
Special resolution		Number of Shares represented by the vote cast at the SGM (approximate%)	
		For	Against
3.	To approve the proposed amendments to the existing bye-laws of the Company and to adopt the amended and restated bye-laws of the Company.	194,607,366 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of resolutions nos. 1 to 2, they were duly passed as ordinary resolutions of the Company. As not less than three-fourths of the votes were cast in favour of resolution no. 3, it was duly passed as a special resolution of the Company.

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

Hong Kong, 31 October 2022

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, Mr. Ngan Siu Hon, Alexander, and Mr. Lai Man Sing; and three are Independent Non-executive Directors, namely Mr. Leung Shu Yin, William, Mr. Liu Tieh Ching, Brandon, JP and Mr. Gordon Ng.