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Royal Century Resources Holdings Limited

仁德資源控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8125)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JULY 2019

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 26 July 2019.

Reference is made to the circular incorporating the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) of Royal Century Resources Holdings Limited (the “**Company**”) dated 25 June 2019 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

At the AGM held on 26 July 2019, all the proposed resolutions as set out in the Notice were taken by poll. The Company’s share registrar, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of AGM, the total number of issued Shares of the Company was 435,600,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the AGM. There were no Shares entitling the holder to attend and abstain from voting at the AGM in favour of any of the resolutions pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the resolutions at the AGM. No person has indicated in the Circular that he/she intends to vote against or abstain from voting on any of the resolutions at the AGM. The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM.

The poll results in respect of each of the resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the Auditors for the year ended 31 March 2019	42,124,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Chan Chi Yuen as executive Director	42,124,000 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Liu Rongsheng as executive Director	42,124,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Wu Zhao as independent non-executive Director	42,124,000 (100.00%)	0 (0.00%)
3.	To authorize the Board to fix the remuneration of the Directors	42,124,000 (100.00%)	0 (0.00%)
4.	To re-appoint Reanda Lau & Au Yeung (HK) CPA Limited as the Auditors and to authorize the Board to fix their remuneration	42,124,000 (100.00%)	0 (0.00%)
5.	To give a general mandate to the Directors to allot, issue and deal with new Shares not exceeding 20% of its issued Shares as at the date of this resolution	42,124,000 (100.00%)	0 (0.00%)
6.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of its issued Shares as at the date of this resolution	42,124,000 (100.00%)	0 (0.00%)
7.	Conditional on the passing of resolutions nos. 5 and 6, to extend the general mandate given to the Directors to allot, issue and deal with Shares not exceeding the aggregate number of Shares repurchased pursuant to the general mandate granted under resolution no. 6	42,124,000 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the resolutions of the AGM, all the resolutions of the AGM were duly passed as ordinary resolutions of the Company.

By order of the Board
Royal Century Resources Holdings Limited
Chan Chi Yuen
Chairman

Hong Kong, 26 July 2019

As at the date of this announcement, the executive Directors are Mr. Chan Chi Yuen (Chairman), Mr. Liu Rongsheng (Chief Executive Officer), Mr. Wang Jun and Mr. Zhang Weijie; the non-executive Director is Mr. Tsang Kei Cheong; and the independent non-executive Directors are Mr. Chan Chiu Hung Alex, Mr. Wu Zhao and Mr. Lam Cheok Va.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (“GEM”) of The Stock Exchange of Hong Kong Limited 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 Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.royalcentury.hk.