

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



AMS PUBLIC TRANSPORT HOLDINGS LIMITED

進智公共交通控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 77)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 28 AUGUST 2020**

Reference is made to the circular of AMS Public Transport Holdings Limited (the “Company”) dated 17 July 2020 (the “Circular”) in relation to the Annual General Meeting (the “AGM”) of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular respectively.

POLL RESULTS AT ANNUAL GENERAL MEETING

At the AGM of the Company held on 28 August 2020, a poll was demanded by the Chairman for voting on each of the proposed resolutions. The Company is pleased to announce the results of the poll, which are as follows:

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and auditors of the Company and its subsidiaries for the year ended 31 March 2020.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
2.	To declare a special dividend for the year ended 31 March 2020.	196,060,300 (97.3211%)	5,396,900 (2.6789%)

Ordinary Resolutions			Number of Votes (approximate %)	
			For	Against
3.	(A)	To re-elect Mr. Wong Ling Sun, Vincent as Executive Director.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(B)	To re-elect Ms. Ng Sui Chun as Executive Director.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(C)	To re-elect Mr. Kwong Ki Chi as Independent Non-Executive Director.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(D)	To re-elect Mr. James Mathew Fong as Independent Non-Executive Director.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(E)	To authorise the Board to fix their remuneration for the ensuing year.	196,060,300 (97.3211%)	5,396,900 (2.6789%)
4.	To re-appoint Grant Thornton Hong Kong Limited as auditors of the Company for the ensuing year and authorise the Board to fix their remuneration.		196,060,300 (97.3211%)	5,396,900 (2.6789%)
5.	(A)	To approve the general mandate to the Directors to allot and issue additional shares in the Company (“Issue Mandate”).	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(B)	To approve the general mandate to the Directors to repurchase shares in the Company (“Repurchase Mandate”).	196,060,300 (97.3211%)	5,396,900 (2.6789%)
	(C)	To extend the Issue Mandate to the aggregate number of Shares repurchased under the Repurchase Mandate.	196,060,300 (97.3211%)	5,396,900 (2.6789%)

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
6.	To approve the new minibus leasing agreement dated 26 June 2020 and conditionally entered into between Maxson Transportation Limited, Hong Kong & China Transportation Consultants Limited and Big Three Limited as owners and Gurnard Holdings Limited (a wholly-owned subsidiary of the Company) as lessee, in relation to, among other things, the leasing of public light buses for a term of 3 years from 1 October 2020 to 30 September 2023 (both days inclusive) and the transactions contemplated thereunder, and to authorise any one Director of the Company to do or execute for and on behalf of the Company all such acts and things and such other documents which in his/her opinion may be necessary, desirable or expedient (which include without limitation, if necessary, affixing the Company's seal to the relevant documents) to carry into effect or to give effect to the aforesaid minibus leasing agreement and all transactions contemplated thereunder, including such changes and amendments thereto as such Director may consider necessary, desirable or expedient.	7,676,900 (58.7197%)	5,396,900 (41.2803%)
7.	To approve the New Annual Caps (such term shall have the meaning as defined in the circular to the shareholders of the Company dated 17 July 2020), and to authorise any one Director of the Company to do or execute for and on behalf of the Company all such acts and things and such documents which in his/her opinion may be necessary, desirable or expedient (which include without limitation, if necessary, affixing the Company's seal to the relevant documents) in connection therewith.	7,676,900 (58.7197%)	5,396,900 (41.2803%)

Union Registrars Limited, the Hong Kong share registrar of the Company, acted as scrutineer for the poll at the AGM. As more than 50% of the votes were cast in favour of each resolution, all the above resolutions were duly passed as ordinary resolutions.

Notes to Resolutions 1 to 5:

- (i) Total number of Shares entitling the holders to attend and vote on the resolutions at the AGM: 271,913,000 Shares.
- (ii) There were no restrictions on any Shareholders to cast vote on any of the Resolutions 1 to 5 at the AGM.
 - (a) Total number of Shares entitling the holders to attend and abstain from voting in favour of any of the Resolutions 1 to 5 at the AGM as required under Rule 13.40 of the Listing Rules: Nil.
 - (b) Total number of Shares of holders that were required under the Listing Rules to abstain from voting on any of the Resolutions 1 to 5 at the AGM: Nil.
- (iii) None of the Shareholders had stated his/her/its intention in the Circular to vote against or to abstain voting on any of the Resolutions 1 to 5 at the AGM.

Notes to Resolutions 6 to 7:

- (i) As at the date of the AGM, there were 271,913,000 Shares in issue. (1) Skyblue Group Limited, holding 117,677,000 Shares, representing approximately 43.27% of the shareholding in the Company as at the date of the AGM, and being a company interested as to more than 30% by the Trustee (acting in its capacity as the trustee of The JetSun Trust), (2) all members of the Wong Family and their respective associates, as well as (3) Mr. Vincent Wong as the sole executor of the estate of Mr. Wong, (4) Ms. Loo Natasha Christie (the spouse of Mr. Vincent Wong), (5) Mr. Wong Tin Yue, Noah and Miss. Wong Tin Lam, Olivia (the children of Mr. Vincent Wong), (6) Miss Au Tze Yu and Mr. Au Chun Hay Davis (the children of Ms. Vivian Wong) and (7) Mr. Wong Man Chiu (the younger brother of Mr. Wong) (collectively, “Relevant Parties”), collectively holding 194,017,800 Shares (representing approximately 71.35% of the entire issued share capital of the Company as at the date of the AGM) were required under Chapter 14A of the Listing Rules to abstain from voting on Resolutions 6 and 7 at the AGM. The Board confirmed that all the Relevant Parties had abstained from voting on Resolutions 6 and 7 at the AGM.
- (ii) Total number of Shares entitling the Independent Shareholders to attend and vote on Resolutions 6 and 7 at the AGM: 77,895,200 Shares.

(iii) Total number of Shares entitling the holders to attend and abstain from voting in favour of Resolutions 6 and 7 at the AGM as required under Rule 13.40 of the Listing Rules: Nil.

(iv) Save and except for the Relevant Parties, none of the Shareholders had stated his/her/its intention in the Circular to vote against or to abstain voting on Resolutions 6 and 7 at the AGM.

By Order of the Board
Wong Ling Sun, Vincent
Chairman

Hong Kong, 28 August 2020

As at the date of this announcement, the Executive Directors are Mr. Wong Ling Sun, Vincent (Chairman), Ms. Ng Sui Chun, Mr. Chan Man Chun (Chief Executive Officer) and Ms. Wong Wai Sum, Maya, Non-Executive Director Ms. Wong Wai Man, Vivian, and the Independent Non-Executive Directors are Dr. Chan Yuen Tak Fai, Dorothy, Mr. Kwong Ki Chi and Mr. James Mathew Fong.