

AZEUS SYSTEMS HOLDINGS LTD
(Incorporated in Bermuda)
(Company Registration No. 35312)

RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors (the “**Board**” or “**Directors**”) of Azeus Systems Holdings Ltd (the “**Company**”) refers to the Annual General Meeting (“**AGM**”) of the Company held at Hall 406 (Level 4), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 and by electronic means on 12 July 2021.

The Company wishes to announce that all resolutions as set out in the Notice of AGM dated 18 June 2021 were put to vote by poll at the AGM and were duly passed.

The results of the poll on each resolution put to vote at the AGM are set out below:

Resolution number and details		Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			Number of shares	As a percentage of total number of votes cast for and against the resolution (%)	Number of shares	As a percentage of total number of votes cast for and against the resolution (%)
1.	To receive and adopt the Audit Financial Statements of the Company for the financial year ended 31 March 2021, together with the Directors’ Statement and the Auditor’s Report thereon.	26,311,179	26,311,179	100	0	0.00
2.	To declare a first and final dividend of 39.0 HK cents per share for the financial year ended 31 March 2021.	26,311,179	26,311,179	100	0	0.00
3.	To approve the payment of Directors’ Fees of S\$78,000 for the financial year ended 31 March 2021.	26,311,179	26,311,179	100	0	0.00
4.	To re-elect Ms Lam Pui Wan as Director of the Company.	26,311,179	26,311,179	100	0	0.00
5.	To re-elect Mr Chan Ching Chuen as Director of the Company.	26,311,179	26,261,179	99.81	50,000	0.19
6.	Approval of Mr Chan Ching Chuen’s continued appointment as an Independent Director by Shareholders.	26,311,179	26,261,179	99.81	50,000	0.19

7.	Approval of Mr Chan Ching Chuen's continued appointment as an Independent Director by shareholders (excluding the directors, the chief executive officer and their associates).	1,579,137	1,529,137	96.83	50,000	3.17
8.	Approval of Mr Koji Miura's continued appointment as an Independent Director by Shareholders.	26,311,179	26,261,129	99.81	50,050	0.19
9.	Approval of Mr Koji Miura's continued appointment as an Independent Director by shareholders (excluding the directors, the chief executive officer and their associates).	1,579,047	1,528,997	96.83	50,050	3.17
10.	To re-appoint Messrs PricewaterhouseCoopers LLP as Auditors and to authorize the Directors to fix their remuneration.	26,311,179	26,311,129	100	50	0.00
11.	To grant the Directors the authority to allot and issue shares.	26,363,479	25,655,929	97.32	707,550	2.68
12.	To approve the proposed adoption of the share buy-back mandate.	26,306,179	26,306,179	100	0	0.00

Notes:

- i) Ms Lam Pui Wan was re-elected as a Director of the Company at the AGM and remains as the Executive Director of the Company.
- ii) Mr Chan Ching Chuen was re-elected as a Director of the Company and his continued appointment as an Independent Director was also approved by shareholders by way of a two-tier voting process as per Resolutions 6 and 7, at the AGM. Mr Chan Ching Chuen will continue to serve as an Independent Director of the Company until the earlier of his retirement or resignation, or the conclusion of the third annual general meeting following the passing of the above referred Resolutions. Mr Chan Ching Chuen will also remain as the Chairman of the Nominating Committee and member of the Audit and Remuneration Committees. The Board considers Mr Chan Ching Chuen to be independent for the purpose of Rule 704(8) of the Listing Manual.
- iii) Resolutions 8 and 9 on the continued appointment of Mr Koji Miura as an Independent Director were duly passed by shareholders via the two-tier voting process at the AGM. Mr Koji Miura will continue to serve as an Independent Director of the Company until the earlier of his retirement or resignation, or the conclusion of the third annual general meeting following the passing of the above referred Resolutions. Mr Koji Miura will also remain as the Chairman of the Audit Committee and member of the Remuneration Committee. The Board considers Mr Koji Miura to be independent for the purpose of Rule 704(8) of the Listing Manual.

Details of parties who are required to abstain from voting on any resolution(s) including the number of shares held and the individual resolution(s) on which they are required to abstain from voting

The Directors, Chief Executive Officer, and associates of such Directors and Chief Executive Officer, were required to abstain from voting on Ordinary Resolutions 7 and 9.

Accordingly, Mr Lee Wan Lik, Ms Lam Pui Wan and Mu Xia Ltd, collectively holding an aggregate interest of 24,732,132 shares, have abstained from voting on Ordinary Resolutions 7 and 9.

Name of firm and/or person appointed as scrutineer

RL Law LLC was the appointed scrutineer for the AGM.

BY ORDER OF THE BOARD

Lee Wan Lik
Managing Director
12 July 2021