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MIRAMAR GROUP

MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED

美麗華酒店企業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 71)

EXTRAORDINARY GENERAL MEETING HELD ON 31 MARCH 2025 POLL RESULTS

At the EGM held on 31 March 2025, the proposed ordinary resolution as set out in the EGM Notice was not passed by the Independent Shareholders. Accordingly, the S&P Agreement will be terminated and be of no further effect and force.

Reference is made to the announcement and the circular (the “**Circular**”) of Miramar Hotel and Investment Company, Limited (the “**Company**”) dated 15 January 2025 and 12 March 2025 respectively in relation to the proposed acquisition of interests in Solution Right Limited. Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the EGM held on 31 March 2025, the proposed ordinary resolution as set out in the notice of the extraordinary general meeting of the Company dated 12 March 2025 (the “**EGM Notice**”) and summarised below (the “**EGM Resolution**”) was put to the vote by poll. The poll results in respect of the EGM Resolution were as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve, confirm and ratify the S&P Agreement and the Transaction, and to authorise the director(s) of the Company to do all such things as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the S&P Agreement and the Transaction and all matters incidental or ancillary thereto.	86,291,470 (46.187722%)	100,536,254 (53.812278%)

As more than 50% of the votes were cast against the EGM Resolution, the EGM Resolution was not passed. Accordingly, the S&P Agreement will be terminated and be of no further effect and force, and the Vendor shall return the Deposit to the Purchaser in full.

Save for (i) Dr. Lee Ka Shing (who is regarded as having a material interest in the S&P Agreement and the Transaction), (ii) Dr. Colin Lam Ko Yin, Mr. Wu King Cheong and Mr. Alexander Au Siu Kee (all being also directors of Henderson Land), and (iii) Dr. Patrick Fung Yuk Bun, all other Directors of the Company attended the EGM.

The scrutineer at the EGM for the purpose of vote-taking is the Company's share registrar, Computershare Hong Kong Investor Services Limited.

As at the date of the EGM, the total number of issued Shares was 690,959,695 Shares. Henderson Land and its associates, which together held 345,999,980 Shares (representing approximately 50.08% of the total number of issued Shares as at the date of the EGM), were required to abstain and did abstain from voting on the EGM Resolution. Save as aforesaid, there were no restrictions on any Shareholders casting votes on the EGM Resolution at the EGM.

Accordingly, the total number of issued Shares entitling the Independent Shareholders to attend and vote on the EGM Resolution was 344,959,715 shares (representing approximately 49.92% of the total number of issued Shares at the date of the EGM).

By Order of the Board
Dickson Lai Ho Man
Company Secretary

Hong Kong, 31 March 2025

As at the date of this announcement, (i) the executive directors of the Company are: Dr. Lee Ka Shing, Dr. Colin Lam Ko Yin, Mr. Richard Tang Yat Sun, Mr. Eddie Lau Yum Chuen and Mr. Norman Ho Hau Chong; (ii) the non-executive directors of the Company are: Dr. Patrick Fung Yuk Bun and Mr. Dominic Cheng Ka On; (iii) the independent non-executive directors of the Company are: Dr. Timpson Chung Shui Ming, Mr. Howard Yeung Ping Leung, Mr. Thomas Liang Cheung Bui, Mr. Wu King Cheong, Mr. Alexander Au Siu Kee, Mr. Benedict Sin Nga Yan and Ms. Wong Yeung Fong.