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**ARES ASIA LIMITED**

**安域亞洲有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 645)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 10 NOVEMBER 2022,  
ADOPTION OF THE AMENDED AND RESTATED  
BYE-LAWS OF THE COMPANY  
AND  
CONTINUED SUSPENSION OF TRADING**

Ares Asia Limited (the “**Company**”) announces that all resolutions proposed at the annual general meeting (the “**AGM**”) of the Company held on 10 November 2022 were taken by way of poll.

The directors of the Company (the “**Directors**”), namely Mr. LAI Yi-Chun (also known as Mr. Robert LAI), Mr. LUO Xiao, Ms. RUAYRUNGRUANG Woraphanit, Mr. YEUNG Kin Bond, Sydney and Mr. LIU Ji, attended the AGM except for Mr. CHANG Jesse. The poll results of the AGM are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To resolve, confirm, approve and ratify the AGM is the annual general meeting of the Company for the year of 2021 and for the year of 2022.	337,465,038 (100%)	0 (0%)
2.	To receive, consider and adopt the audited consolidated financial statements, the directors’ report and the independent auditor’s report of the Company for the year ended 31 March 2021.	337,465,038 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3.	To receive, consider and adopt the audited consolidated financial statements, the directors' report and the independent auditor's report of the Company for the year ended 31 March 2022.	337,465,038 (100%)	0 (0%)
4.	(A) To re-elect Mr. LAI Yi-Chun (also known as Robert LAI) as an executive director of the Company.	337,465,038 (100%)	0 (0%)
	(B) To re-elect Mr. LUO Xiao as an executive director of the Company.	337,465,038 (100%)	0 (0%)
	(C) To re-elect Mr. CHANG Jesse as an independent non-executive director of the Company.	337,465,038 (100%)	0 (0%)
	(D) To re-elect Mr. LIU Ji as an independent non-executive director of the Company.	337,465,038 (100%)	0 (0%)
	(E) To re-elect Mr. YEUNG Kin Bond, Sydney who has served the Company for more than nine years as an independent non-executive director of the Company.	337,465,038 (100%)	0 (0%)
	(F) To ratify the directors' remuneration for the years ended 31 March 2021 and 31 March 2022.	337,465,038 (100%)	0 (0%)
	(G) To authorise the board of directors of the Company (the " <b>Board</b> ") to fix the directors' remuneration.	337,465,038 (100%)	0 (0%)
5.	To re-appoint Moore Stephens CPA Limited as auditor of the Company, to ratify the remuneration of Moore Stephens CPA Limited for services for the years ended 31 March 2021 and 31 March 2022 and to authorise the Board to fix their remuneration.	337,465,038 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
6.	(A) To grant a general mandate to the directors of the Company to repurchase the Company's shares not exceeding 10% of the total number of issued shares of the Company.	337,465,038 (100%)	0 (0%)
	(B) To grant a general mandate to the directors of the Company to issue, allot and deal with additional shares not exceeding 20% of total number of issued shares of the Company.	337,465,038 (100%)	0 (0%)
	(C) To extend the general mandate granted to the directors of the Company to issue shares of the Company by adding the number of shares repurchased.	337,465,038 (100%)	0 (0%)
<b>SPECIAL RESOLUTION</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
7.	To approve the proposed amendments to the existing bye-laws of the Company and the adoption of the amended and restated bye-laws of the Company.	337,465,038 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6(C), such resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the resolution numbered 7, such resolution was duly passed as special resolution of the Company.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company (the “**Shares**”) was 513,175,401 Shares which were the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour the resolutions at the AGM and no holders of the Shares are required under Rules Governing the Listing of Securities (the “**Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) to abstain from voting on any of the resolutions at the AGM. None of the shareholders of the Company (the “**Shareholders**”) have stated their intention in the Company's circular dated 7 October 2022 to vote against or to abstain from voting on any of the resolutions at the AGM. Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the AGM.

## **ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY**

Reference is made to the announcement of the Company dated 30 September 2022 relating to the proposed amendments to the existing bye-laws of the Company. The Board is pleased to announce that, following the passing of the special resolution, the proposed amendments to the existing bye-laws of the Company and the adoption of the amended and restated bye-laws of the Company were duly approved by the Shareholders at the AGM. The full text of the bye-laws following the amendments has been published on the HKEXnews website of the Stock Exchange at ([www.hkexnews.hk](http://www.hkexnews.hk)) and the websites of our Company at [www.aresiasialtd.com](http://www.aresiasialtd.com) and [www.irasia.com/listco/hk/aresasia](http://www.irasia.com/listco/hk/aresasia).

## **CONTINUED SUSPENSION OF TRADING**

In accordance with Rule 13.50 of the Listing Rules, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 July 2021 and will remain suspended until further notice.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**ARES ASIA LIMITED**  
**LAI Yi-Chun**  
**(also known as Robert LAI)**  
*Chairman*

Hong Kong, 10 November 2022

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. LAI Yi-Chun (also known as Mr. Robert LAI) (Chairman) and Mr. LUO Xiao; one non-executive Director, namely Ms. RUAYRUNGRUANG Woraphanit; and three independent non-executive Directors, namely Mr. CHANG Jesse, Mr. YEUNG Kin Bond, Sydney and Mr. LIU Ji.*