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WINDMILL GROUP LIMITED
(海鑫集團有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1850)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 20 OCTOBER 2023**

References are made to the notice and the circular (the “**Circular**”) of the annual general meeting (the “**AGM**”) of WINDMILL Group Limited (the “**Company**”) both dated 31 August 2023. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolutions (the “**Resolutions**”) as set out in the notice of AGM were duly passed by the Shareholders by way of poll pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) at the AGM held on 20 October 2023.

POLL RESULTS

The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (Approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and the auditor of the Company for the year ended 30 April 2023.	14,427,530 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (Approximate %)	
		For	Against
2.	(a) To re-elect Mr. Li Junheng as an executive Director of the Company.	14,427,530 (100%)	0 (0%)
	(b) To re-elect Mr. Li Shing Kuen Alexander as an executive Director of the Company.	14,427,530 (100%)	0 (0%)
	(c) To re-elect Mr. Li Ka Chun Gordon as an independent non-executive Director of the Company.	14,427,530 (100%)	0 (0%)
	(d) To re-elect Ms. Mak Suet Man as an independent non-executive Director of the Company.	14,427,530 (100%)	0 (0%)
	(e) To authorise the board of directors (the “Board”) to fix the directors’ remuneration.	14,427,530 (100%)	0 (0%)
3.	To re-appoint CL Partners CPA Limited as the auditor of the Company for the year ending 30 April 2024 and to authorise the Board to fix its remuneration.	14,427,530 (100%)	0 (0%)
4.	To grant a general and unconditional mandate to the directors of the Company to allot, issue or otherwise deal with the unissued shares in the capital of the Company and to make or grant offers, agreements and options to the extent of not more than 20% of the existing issued shares of the Company.	14,427,530 (100%)	0 (0%)
5.	To grant a general mandate to the directors of the Company to repurchase the Company’s shares to the extent of 10% of the issued shares of the Company.	14,427,530 (100%)	0 (0%)
6.	To add the amount of shares repurchased by the Company to the mandate granted to the directors of the Company under resolution no. 4.	14,427,530 (100%)	0 (0%)
Special Resolutions		Number of votes (Approximate %)	
		For	Against
7.	To approve the adoption of the second amended and restated articles of association of the Company and to authorise any one Director or company secretary of the Company to do all things necessary to implement the adoption of the second amended and restated articles of association of the Company.	14,427,530 (100%)	0 (0%)

Special Resolutions		Number of votes (Approximate %)	
		For	Against
8.	To approve the change of the English name of the Company from “WINDMILL Group Limited” to “HSC Resources Group Limited” and to change the dual foreign name in Chinese of the Company from “海鑫集團有限公司” to “鴻盛昌資源集團有限公司”.	14,427,530 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the ordinary resolutions no. 1 to no. 6, the resolutions were duly passed as ordinary resolutions of the Company. As not less than 75% of the votes were cast in favour of the special resolutions no. 7 to no. 8, the resolutions were duly passed as special resolutions of the Company. Tricor Investor Services Limited, the Hong Kong share registrar of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All Directors attended the AGM accordingly.

As at the date of the AGM, the issued share capital of the Company (the “**Share(s)**”) comprised 144,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote on all Resolutions. Shareholders present at the AGM holding an aggregate of 14,427,530 Shares, representing approximately 10.02% of the total number of Shares in issue, voted either in person, by their duly authorised representatives or by proxy at the AGM. No Shareholder was required to abstain from voting on the Resolutions and there was no Share entitling the holder to attend and vote only against the Resolutions. No parties have stated in the circular dated 31 August 2023 their intention to vote against or to abstain from voting on the Resolutions at the AGM.

By Order of the Board
WINDMILL Group Limited
Li Junheng
Chairman

Hong Kong, 20 October 2023

As at the date of this announcement, the executive Directors are Mr. Li Junheng and Mr. Li Shing Kuen Alexander; the non-executive director is Ms. Wang Ya; and the independent non-executive Directors are Mr. Li Ka Chun Gordon, Mr. Xian Gonghua and Ms. Mak Suet Man.