

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 relation upon the whole or any part of the content of this announcement.



KIN YAT HOLDINGS LIMITED

建溢集團有限公司

website: <http://www.kinyat.com.hk>

(Incorporated in Bermuda with limited liability)

(Stock Code: 638)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 30 MARCH 2020

Reference is made to the circular (the “**Circular**”) of Kin Yat Holdings Limited (the “**Company**”) and the notice of special general meeting dated 11 March 2020 (“**SGM**”) and the revised form of proxy (the “**Revised Proxy Form**”) published by the Company on 13 March 2020. Unless otherwise defined herein, capitalised terms are used in this announcement shall have the same meanings as those defined in the Circular.

The Board of the Company is pleased to announce that the proposed ordinary resolution (the “**Resolution**”) as set out in the Revised Proxy Form was duly passed by the Independent Shareholders by way of poll at the SGM held on Monday, 30 March 2020.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, was appointed as scrutineer for the vote-taking at the SGM. The voting results of the poll taken at the SGM in respect of the Resolution were as follows:

ORDINARY RESOLUTION		Number of votes cast (Approx. %)	
		For	Against
1.	To approve, confirm and ratify the sale and purchase agreement (the “ S&P Agreement ”, as defined in the circular of the Company dated 11 March 2020 (the “ Circular ”) and the memorandum agreement (the “ Memorandum Agreement ”, as defined in the Circular) and the transactions contemplated thereunder and the implementation thereof; and to authorise any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the S&P Agreement and the Memorandum Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon.	48,885,996 (95.60%)	2,250,001 (4.40%)

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company.

As at the date of the SGM, there were a total of 438,960,000 Shares in issued. As stated in the Circular, Mr. Cheng Chor Kit and his associates, who in aggregate controlled or were entitled to exercise control over the voting rights in respect of 283,064,000 Shares (representing approximately 64.48% of the total issued capital of the Company), were required to abstain, and have abstained, from voting on the Resolution at the SGM. Save for the above, no other Shareholder was required to abstain from voting at the SGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. In order to avoid any potential conflict of interest, Dr. Sun Kwai Yu, Vivian (“**Dr Sun**”), the independent non-executive Director, was elected to chair and has chaired the SGM. In addition, the chairperson of the SGM, Dr. Sun, has decided to abstain from voting for any Shareholder as proxy in the absence of clear voting instruction from such Shareholder regarding the Resolution.

The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution at the SGM was 155,896,000 Shares (representing approximately 35.52% of the total issued share capital of the Company as at the date of the SGM. There were no Shares entitling the Shareholders to attend and vote only against the Resolution at the SGM.

By order of the Board
Kin Yat Holdings Limited
Cheng Chor Kit
Chairman and Chief Executive Officer

Hong Kong, 30 March 2020

As at the date of this announcement, the Board comprises nine Directors, of which five are executive Directors, namely Mr. CHENG Chor Kit, Mr. FUNG Wah Cheong, Vincent, Mr. LIU Tat Luen, Mr. CHENG Tsz To and Mr. CHENG Tsz Hang; and four independent non-executive Directors, namely Mr. WONG Chi Wai, Dr. SUN Kwai Yu, Vivian, Mr. CHENG Kwok Kin, Paul and Mr. CHEUNG Wang Ip.