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## **Omnibridge Holdings Limited**

## **中安控股集團有限公司**

*(formerly known as Omnibridge Holdings Limited 橋英控股有限公司)*

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8462)**

# **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 MAY 2021 RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND NON-COMPLIANCE WITH THE GEM LISTING RULES**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Omnibridge Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 17 May 2021 (the “**AGM**”), all proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 14 April 2021 (the “**AGM Notice**”) were duly passed by the Shareholders of the Company by way of poll. References are made to the AGM Notice and the circular of the Company dated 14 April 2021 (the “**Circular**”). Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

The poll results of the AGM were as follows:

<b>Ordinary Resolutions</b>		<b>Number of Shares voted (approximate percentage of the total number of Shares voted)</b>	
1	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries together with the reports of the directors of the Company (the “ <b>Director(s)</b> ”) and independent auditors of the Company and its subsidiaries for the year ended 31 December 2020	288,695,093 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Shares voted (approximate percentage of the total number of Shares voted)	
2(a)	(i) To re-elect Ms. Yong Yuet Han as an executive Director	288,695,093 (100.00%)	0 (0.00%)
2(a)	(ii) To re-elect Ms. Lo Wing Yan Emmy as an executive Director	288,695,093 (100.00%)	0 (0.00%)
2(a)	(iii) To re-elect Ms. Han Wenxian as a non-executive Director	288,695,093 (100.00%)	0 (0.00%)
2(a)	(iv) To re-elect Mr. Koh Shian Wei as an independent non-executive Director	288,695,093 (100.00%)	0 (0.00%)
2(a)	(v) To re-elect Mr. Liang Qianyuan as an independent non-executive Director	288,695,093 (100.00%)	0 (0.00%)
2(a)	(vi) To re-elect Mr. Ong Kian Guan as an independent non-executive Director	288,695,093 (100.00%)	0 (0.00%)
2(b)	To authorise the board of Directors to fix the remuneration of the Directors for the year ending 31 December 2021	288,695,093 (100.00%)	0 (0.00%)
3	To re-appoint HLB Hodgson Impey Cheng Limited as the independent auditors of the Company and to authorise the board of Directors to fix their remuneration	288,695,093 (100.00%)	0 (0.00%)
4	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company up to 20% of the aggregate number of the issued shares of the Company	288,695,093 (100.00%)	0 (0.00%)
5	To grant a general mandate to the Directors to repurchase shares of the Company up to 10% of the aggregate number of the issued shares of the Company	288,695,093 (100.00%)	0 (0.00%)
6	To extend the general mandate granted to the Directors in 4 above by the number of shares of the Company repurchased	288,695,093 (100.00%)	0 (0.00%)

\* As set out in the Circular, Mr. Patrick John Wee Ewe Seng did not offer himself for re-election and retired as an independent non-executive Director at the conclusion of the AGM due to his personal commitments on other business.

As more than 50% of the votes were casted in favour of each of the above-mentioned Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of Shares entitling the holders to attend and vote for or against the Resolutions was 600,000,000, representing the entire issued share capital of the Company. There were no shares entitling the Shareholder to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions proposed at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM. Shareholders may refer to the AGM Notice and the Circular for details of the above Resolutions.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Given that Mr. Wee did not offer himself for re-election as independent non-executive Director at the AGM, Mr. Wee retired from his office as an independent non-executive Director upon conclusion of the AGM. Following the retirement as an independent non-executive Director, Mr. Wee ceased to be a member of the audit committee (the “**Audit Committee**”), remuneration committee (“**Remuneration Committee**”) and nomination committee (“**Nomination Committee**”) of the Board. Mr. Wee has confirmed that he has no disagreement with the Board and there is no matter concerning his retirement that need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. Wee for his valuable contribution to the Company during his tenure of office.

## NON-COMPLIANCE WITH THE GEM LISTING RULES

Following the resignation of Mr. Wee, (i) the number of members of the Audit Committee falls below the minimum number as required under Rule 5.28 of the GEM Listing Rules; (ii) the Remuneration Committee does not comprise a majority of independent non-executive Directors as required under Rule 5.34 of the GEM Listing Rules; and (iii) the Nomination Committee does not comprise a majority of independent non-executive Directors as required under code provision A.5.1 of the Corporate Governance Code contained in Appendix 15 to the GEM Listing Rules. The Company is in the process of identifying suitable candidate(s) to fill up the vacancy within three months in order to comply with the GEM Listing Rules and will make further announcement(s) as and when appropriate.

By Order of the Board  
**Omnibridge Holdings Limited**  
**Chew Chee Kian**  
*Chairman, Chief Executive Officer and  
Executive Director*

Hong Kong, 17 May 2021

*As at the date of this announcement, the executive Directors are Mr. Chew Chee Kian, Ms. Yong Yuet Han and Ms. Lo Wing Yan Emmy, the non-executive Director is Ms. Han Wenxian and the independent non-executive Directors are Mr. Koh Shian Wei, Mr. Liang Qianyuan and Mr. Ong Kian Guan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcement” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting. This announcement will also be posted on the Company’s website at [www.omnibridge.com.hk](http://www.omnibridge.com.hk).*