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**RISECOMM**

**瑞斯康**

**RISECOMM GROUP HOLDINGS LIMITED**

**瑞斯康集團控股有限公司**

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

**(Stock Code: 1679)**

**(i) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 25 JUNE 2021**

**AND**

**(ii) RETIREMENT OF NON-EXECUTIVE DIRECTORS**

Reference is made to the circular (the “**Circular**”) of Risecomm Group Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting (“**AGM**”) of the Company both dated 28 April 2021. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

At the AGM of the Company held on 25 June 2021, all the proposed resolutions (“**Ordinary Resolutions**”) as set out in the Notice were taken by poll. The poll results are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes</b> <i>(Note (a)) (Approximate %)</i>	
		<b>For</b>	<b>Against</b>
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2020.	325,890,744 (59.43%)	222,481,156 (40.57%)
2(a).	To re-elect Mr. Yue Jingxing as executive director of the Company.	325,890,744 (59.43%)	222,481,156 (40.57%)
2(b).	To re-elect Mr. Lau Wai Leung, Alfred as executive director of the Company.	325,890,744 (59.43%)	222,481,156 (40.57%)
2(c).	To re-elect Mr. Cheung Fan as non-executive director of the Company.	548,371,900 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (Note (a)) (Approximate %)	
		For	Against
2(d).	To re-elect Mr. Wang Shiguang as non-executive director of the Company.	222,495,456 (40.57%)	325,876,444 (59.43%)
2(e).	To re-elect Ms. Pan Hong as non-executive director of the Company.	222,495,456 (40.57%)	325,876,444 (59.43%)
2(f).	To re-elect Mr. Jiang Feng as executive director of the Company.	325,890,744 (59.43%)	222,481,156 (40.57%)
2(g).	To authorise the board of directors of the Company to fix the directors' remuneration.	325,890,744 (59.43%)	222,481,156 (40.57%)
3.	To re-appoint RSM Hong Kong as auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	325,890,744 (59.43%)	222,481,156 (40.57%)
4.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (“ <b>Share Repurchase Mandate</b> ”).	325,890,744 (59.43%)	222,481,156 (40.57%)
5.	To give a general mandate to the directors to allot, issue and deal with authorised and unissued shares of the Company not exceeding 20% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (“ <b>Issue Mandate</b> ”).	325,890,744 (59.43%)	222,481,156 (40.57%)
6.	Conditional upon the passing of resolutions nos. 4 and 5, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorised and unissued shares of the Company by the aggregate numbers of shares repurchased by the Company under the Share Repurchase Mandate.	325,890,744 (59.43%)	222,481,156 (40.57%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As a simple majority of the votes were cast in favour of each of the resolutions in items nos. 1, 2(a), 2(b), 2(c), 2(f), 2(g), 3, 4, 5 and 6 above, the aforesaid ordinary resolutions proposed at the AGM were duly passed.
- (c) As less than a simple majority of the votes were cast in favour of the resolutions in items nos. 2(d) and 2(e) above, the aforesaid ordinary resolutions proposed at the AGM were not passed.

- (d) As at the date of the AGM, the total number of shares of the Company in issue was 986,619,071 shares.
- (e) The total number of shares of the Company entitling the holder to attend and vote on the Ordinary Resolutions at the AGM was 986,619,071 shares.
- (f) There were no shares entitling the holder to attend and abstain from voting in favour of the Ordinary Resolutions at the AGM as set out in rule 13.40 of the Listing Rules.
- (g) No shareholder of the Company was required under the Listing Rules to abstain from voting on the Ordinary Resolutions at the AGM.
- (h) None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the Ordinary Resolutions at the AGM.
- (i) The Company's branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

### **RETIREMENT OF NON-EXECUTIVE DIRECTORS**

As stated in the Circular, Mr. Wang Shiguang (“**Mr. Wang**”) and Ms. Pan Hong (“**Ms. Pan**”) would retire at the AGM in accordance with the Articles of Association of the Company. As the resolutions for re-election of Mr. Wang and Ms. Pan were not passed by the shareholders at the AGM, Mr. Wang and Ms. Pan have retired as non-executive Directors with effect from the conclusion of the AGM (the “**Retirement**”).

Despite the Retirement, Mr. Wang will remain as directors of certain subsidiaries of the Company and consultant of the Company.

The Board is not aware of any disagreement with Mr. Wang and Ms. Pan or any matter relating to the Retirement that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Wang and Ms. Pan for their valuable contribution to the Company during their tenure of office.

By Order of the Board  
**Risecomm Group Holdings Limited**  
**Cheung Fan**  
*Chairman and Non-Executive Director*

Hong Kong, 25 June 2021

*Following the conclusion of the AGM and as at the date of this announcement, the executive Directors are Mr. Yue Jingxing, Mr. Lau Wai Leung, Alfred and Mr. Jiang Feng, the non-executive Director is Mr. Cheung Fan and the independent non-executive Directors are Mr. Ong King Keung, Ms. Lo Wan Man and Mr. Zou Heqiang.*