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偉俊集團控股有限公司*

Wai Chun Group Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 1013)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 28 DECEMBER 2021

Reference is made to the circular (the “**Circular**”) convening the special general meeting held on 28 December 2021 (the “**SGM**”) of Wai Chun Group Holdings Limited (the “**Company**”) dated 9 December 2021, in relation to the proposed issue of convertible bonds under specific mandate which constituted a connected transaction of the Company under the Listing Rules. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed ordinary resolution as set out in the notice (the “**Resolution**”) was duly passed by the Shareholders by way of poll at the SGM.

Ka Chun and Mr. Lam Ching Kui, holding 1,554,338,600 Shares and 38,481,000 Shares respectively, in aggregate representing approximately 74.46% of the total issued Shares as at the date of the SGM, were abstained from voting on the resolution approving the Subscription Agreement and the transactions contemplated thereunder at the SGM. Other than Ka Chun and Mr. Lam Ching Kui, no other Shareholder is required to abstain from voting on the resolution proposed at the SGM.

As at the date of the SGM, there were a total of 2,139,116,248 Shares in issue and the Shareholders of 546,296,648 Shares were entitled to attend and vote for or against the resolution proposed at the SGM. A total of 280,384,450 Shares were held by the Shareholders who attended and voted for or against the Resolution at the SGM.

Union Registrars Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

* for identification purpose only

The poll results of the Resolution were as follows:

Ordinary Resolution		Number of Votes (Approximate %)	
		For	Against
1.	<p>“THAT</p> <p>(a) the subscription agreement dated 21 October 2021 (the “Subscription Agreement”) and entered into between the Company and Ka Chun Holdings Limited in respect of the issue of convertible bonds in an aggregate principal amount of HK\$42,700,000 (the “Convertible Bonds”) (a copy of which marked “A” has been produced to the Meeting and initialled by the chairman of the Meeting for identification purpose) upon and subject to the terms and conditions as set out therein and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the issue of the Convertible Bonds by the Company in accordance with the terms and conditions of the Subscription Agreement be and is hereby approved;</p> <p>(c) the allotment and issue of new ordinary shares of HK\$0.1 each in the share capital of the Company (the “Conversion Shares”) which may fall to be allotted and issued upon the exercise of the conversion rights attaching to the Convertible Bonds in accordance with the terms and conditions thereof be and are hereby approved;</p> <p>(d) conditional upon, among others, the listing committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Conversion Shares, the specific mandate to the directors of the Company (the “Directors”) to exercise the powers of the Company for the allotment and issue of the Conversion Shares in accordance with the terms and conditions of the Convertible Bonds be and is hereby approved; and</p>	<p>280,384,450 (100%)</p>	<p>0 (0%)</p>

Ordinary Resolution		Number of Votes (Approximate %)	
		For	Against
	(e) any one or more Directors be and are hereby authorised to do all such things and acts as he/she/they may in his/her/their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation of the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he/she/they considers necessary or expedient in his/her/their opinion to implement and/or give effect to the issue of the Convertible Bonds and the allotment and issue of the Conversion Shares which may fall to be allotted and issued upon exercise of the conversion rights attaching to the Convertible Bonds.”		

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.

By order of the Board
Wai Chun Group Holdings Limited
Lam Ching Kui
Chairman and Chief Executive Officer

Hong Kong, 28 December 2021

As at the date of this announcement, the Board comprises Mr. Lam Ching Kui (Chairman) as executive Director; Mr. Chan Wai Dune and Dr. Wang Wei as Independent Non-executive Directors.