

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 reliance upon the whole or any part of the contents of this announcement.



K GROUP HOLDINGS LIMITED

千盛集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8475)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 FEBRUARY 2022

The Board is pleased to announce that at the AGM held on 23 February 2022, all resolutions as set out in the Notice dated 29 November 2021 and the Supplemental Notice dated 26 January 2022 were duly passed as ordinary resolutions of the Company by the Shareholders by way of poll.

References are made to the announcement of K Group Holdings Limited (the “**Company**”), the circular (the “**Circular**”) and the notice (the “**Notice**”) dated 29 November 2021; and the supplemental announcement, the supplemental circular (“**Supplemental Circular**”) and supplemental notice (“**Supplemental Notice**”) dated 26 January 2022 of the annual general meeting (the “**AGM**”) of the Company. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular and Supplemental Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the Notice and Supplemental Notice were duly passed by the Shareholders by way of poll at the AGM held on 23 February 2022.

The poll results were as follows:

ORDINARY RESOLUTIONS		Number of votes (%) (Approximate percentage)	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor of the Company for the year ended 31 August 2021.	31,685,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Zhou Junqi as an executive director of the Company;	31,685,000 (100.00%)	0 (0.00%)
	(b) To re-elect Ms. Wong Pui Kei Peggy as an executive director of the Company;	31,685,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Xie Jianlong as an executive director of the Company;	31,685,000 (100.00%)	0 (0.00%)
	(d) To re-elect Mr. Liu Junjie as a non-executive director of the Company;	31,685,000 (100.00%)	0 (0.00%)
	(e) To re-elect Mr. Law Chung Lam Nelson as an independent non-executive director of the Company;	31,685,000 (100.00%)	0 (0.00%)
	(f) To re-elect Mr. Ong King Keung as an independent non-executive director of the Company; and	31,685,000 (100.00%)	0 (0.00%)
	(g) To re-elect Mr. Lee Ming Yeung Michael as an independent non-executive director of the Company.	31,685,000 (100.00%)	0 (0.00%)
3.	To authorise the board of directors of the Company (the “ Board ”) to fix the remuneration of the directors of the Company (the “ Directors ”) for the year ending 31 August 2022.	31,685,000 (100.00%)	0 (0.00%)
4.	To re-appoint Zenith CPA Limited as the independent auditor of the Company and authorise the Board to fix its remuneration.	31,685,000 (100.00%)	0 (0.00%)
5.	To grant a general and unconditional mandate to the Directors to allot, issue and otherwise deal with additional Shares not exceeding 20% of the total number of Shares in issue as at the date of the passing of this resolution.*	31,685,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes (%) (Approximate percentage)	
		For	Against
6.	To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the total number of Shares in issue as at the date of the passing of this resolution.*	31,685,000 (100.00%)	0 (0.00%)
7.	Conditional upon the passing of resolutions numbered 5 and 6 set out in the notice convening the 2022 AGM (the “ Notice ”), to extend the general and unconditional mandate granted by resolution numbered 5 by adding thereto the Shares repurchased pursuant to the general and unconditional mandate granted by resolution numbered 6.*	31,685,000 (100.00%)	0 (0.00%)

Note 1: The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by authorized corporate representative or by proxy.

* The full text of resolutions 5, 6 and 7 are set out in the Circular.

As more than 50% of the votes were cast in favour of resolutions numbered 1 to 7, such resolutions were duly passed as ordinary resolutions by the Shareholders at the AGM.

As at the date of the AGM, there were 440,000,000 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the Proposed Resolutions at the AGM. There was no Shareholder who was entitled to attend and abstain from voting in favour of the Proposed Resolutions at the AGM pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions 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 Proposed Resolutions at the AGM.

The Company’s Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited acted as the scrutineer for counting of votes at the AGM for the purpose of vote-taking.

By order of the Board of
K Group Holdings Limited
Zhou Junqi
Chairman and Executive Director

Hong Kong, 23 February 2022

As at the date of this announcement, the executive Directors are Mr. Zhou Junqi (Chairman), Mr. Yeap Wei Han, Melvyn (Chief Financial Officer), Ms. Wong Pui Kei Peggy and Mr. Xie Jianlong; the non-executive Director is Mr. Liu Junjie (Vice-Chairman) and the independent non-executive Directors are Mr. Ong King Keung, Mr. Law Chung Lam, Nelson and Mr. Lee Ming Yeung, Michael.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at www.kgroup.com.hk.