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**CBK Holdings Limited**

**國茂控股有限公司**

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

**(Stock Code: 8428)**

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 18 JULY 2022;  
(2) EFFECTIVE DATE OF THE PROPOSED SHARE CONSOLIDATION  
AND CHANGE IN BOARD LOT SIZE;  
(3) ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS  
AND  
(4) UPDATE ON THE PROPOSED CAPITAL REDUCTION OF  
ISSUED SHARES, SHARE PREMIUM REDUCTION AND  
SUB-DIVISION OF UNISSUED SHARES**

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of CBK Holdings Limited (the “**Company**”) both dated 24 June 2022, in relation to, among other things, the Share Consolidation, the Change in Board Lot Size, the Capital Reduction, the Share Premium Reduction and the Share Sub-division. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed ordinary resolution (the “**Ordinary Resolution**”) and the proposed special resolution (the “**Special Resolution**”) (collectively, the “**Resolutions**”) were duly passed by way of poll at the EGM held on Monday, 18 July 2022.

Details of the poll results of the Resolutions were as follows:

<b>ORDINARY RESOLUTION</b>	<b>No. of votes cast and approximate percentage of total number of votes cast (%)</b>	
	<b>FOR</b>	<b>AGAINST</b>
To approve the Share Consolidation.	165,468,000 (99.9999%)	19 (0.0001%)
<b>SPECIAL RESOLUTION</b>	<b>FOR</b>	<b>AGAINST</b>
To approve the proposed Capital Reduction, Share Premium Reduction and Share Sub-division.	165,468,000 (99.9999%)	19 (0.0001%)

*Note:* Please refer to the EGM Notice for full text of the Resolutions.

As more than 50% of the votes were cast in favour of the Ordinary Resolution and more than 75% of the votes were cast in favour of the Special Resolution, the Resolutions were duly passed.

As at the date of the EGM, the number of issued Shares were 466,547,995 Shares, representing the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rule and no Shareholders were required under the GEM Listing Rules to abstain from voting on the Resolutions at the EGM. No Shareholders had stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolutions at the EGM.

All the Directors attended the EGM.

The Company's Hong Kong branch share registrar, Union Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

## **EFFECTIVE DATE OF THE SHARE CONSOLIDATION AND THE CHANGE IN BOARD LOT SIZE**

Following the passing of the Ordinary Resolution, the Board announces that the proposed Share Consolidation will become effective on Wednesday, 20 July 2022. Upon the Share Consolidation becoming effective, the Change in Board Lot Size will become effective. Please refer to the Circular for the timetable, the trading arrangements and other details of the Share Consolidation and the Change in Board Lot Size, including the services that are available for odd lots matching.

## **ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS**

As a result of the Share Consolidation, immediately upon the Share Consolidation becoming effective on Wednesday, 20 July 2022 and pursuant to the (i) the terms and conditions of the Share Option Scheme; (ii) the GEM Listing Rules; and (iii) the supplementary guideline (the "**Supplementary Guideline**") regarding the adjustments to share options issued by the Stock Exchange on 5 September 2005, the exercise prices of the Granted Share Options and the number of Consolidated Shares to be issued upon the exercise of the Granted Share Options thereof are adjusted in the following manner:

Name of Grantee	Position/capacity	Number of share options granted	Date of Grant	Exercise Period	As at date of this announcement and before the adjustments		Immediately after the adjustments	
					Exercise Price per Existing Shares	Number of Existing Shares to be issued upon exercise	Exercise price per Consolidated Share	Number of Consolidated Shares to be issued upon exercise
Mr. Chow Yik	Chairman and executive Director	3,876,000	10 January 2022	Ten years from the Date of Grant, i.e. from 10 January 2022 to 9 January 2032 (both days inclusive)	HK\$0.229	3,876,000	HK\$6.87	129,200
Mr. Tsui Wing Tak	Executive Director	3,876,000				3,876,000		129,200
Ms. Ho Oi Kwan	Executive Director	3,876,000				3,876,000		129,200
					<b>Total</b>	<u>11,628,000</u>		<u>387,600</u>

Mazars CPA Limited, the auditor of the Company, had performed certain agreed-upon procedures on the computation of the adjustments to the exercise prices of the Granted Share Options and the number of Consolidated Shares to be issued upon the exercise of the Granted Share Options (the “**Adjustments**”) in accordance with Hong Kong Standard on Related Services 4400 (Revised) “Agreed-Upon Procedures Engagements” issued by the Hong Kong Institute Certified Public Accountants. Mazars CPA Limited has confirmed to the Directors in writing that the computation with respect to the Adjustments in accordance with (i) the terms and conditions of the Share Option Scheme; (ii) the requirements set out in the GEM Listing Rules; and (iii) the Supplementary Guideline is arithmetically accurate.

The Adjustments will take effect simultaneously with the effective of the Share Consolidation on Wednesday, 20 July 2022. Save for the Adjustments, all other terms and conditions of the Granted Share Options remain unchanged.

## UPDATE ON THE CAPITAL REDUCTION, SHARE PREMIUM REDUCTION AND SHARE SUB-DIVISION

Subsequent to the passing of the Special Resolution and the Share Consolidation becoming effective, the Capital Reduction, the Share Premium Reduction and the Share Sub-division are still subject to certain conditions as set out in the paragraph headed “Letter from the Board – Proposed Capital Reduction, Share Premium Reduction and Share Sub-Division – Conditions of the Capital Reduction, the Share Premium Reduction and the Share Subdivision” in the Circular. Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Capital Reduction, the Share Premium Reduction and the Share Sub-division as and when appropriate.

By order of the Board  
**CBK Holdings Limited**  
**Chow Yik**  
*Chairman and Executive Director*

Hong Kong, 18 July 2022

*As at the date of this announcement, the Board comprises Mr. Chow Yik (Chairman), Mr. Chan Lap Ping, Mr. Tsui Wing Tak and Ms. Ho Oi Kwan, all being executive Directors, and Mr. Chan Kwan Yung, Mr. Chong Alex Tin Yam and Ms. Wong Syndia D, all being independent non-executive Directors.*

*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 website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the date of its publication and on the website of the Company at [www.cbk.com.hk](http://www.cbk.com.hk).*

*In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.*