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Innovativity To Productivity

PRODUCTIVE TECHNOLOGIES COMPANY LIMITED

普達特科技有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 650)

**(1) POLL RESULTS OF THE AGM HELD ON 19 AUGUST 2022;
(2) RETIREMENT OF DIRECTORS;
(3) APPOINTMENT OF DIRECTORS AND CHAIRMAN;
(4) CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
(5) UPDATE ON THE AMENDMENTS TO THE RULES
OF THE SHARE AWARD SCHEME**

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| <p>(1) The Board is pleased to announce that all the Ordinary Resolutions set out in the Notice of AGM dated 20 July 2022 were duly passed by the Shareholders by way of poll at the AGM held on 19 August 2022.</p> <p>(2) In light of the Company's current incentive strategies, the Board resolved not to amend the scheme limit and individual limit of the Share Award Scheme.</p> |
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References are made to the notice of the AGM (the “**Notice of AGM**”) and the circular (the “**Circular**”) of Productive Technologies Company Limited (the “**Company**”) both dated 20 July 2022. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the ordinary resolutions (the “**Ordinary Resolutions**”) set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 19 August 2022.

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

As at the date of the AGM, the total number of issued Shares was 7,564,447,056 Shares, representing the total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolutions at the AGM. There was no Shareholder, who was eligible to attend the AGM, required to abstain from voting in favour of the Ordinary Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting on the Ordinary Resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or abstain from voting on the Ordinary Resolutions at the AGM.

The executive Directors Mr. Wang Jingbo and Mr. Liu Zhihai, the non-executive Directors Mr. Lin Dongliang and Mr. Shong Hugo, and the independent non-executive Directors Ms. Ge Aiji, Mr. Shi Cen, and Mr. Chau Shing Yim David attended the AGM.

Set out below are the poll results of the respective resolutions put to the vote at the AGM:

Ordinary Resolutions		Number of votes voted (percentage of total number of votes cast (%))		Total number of votes
		For	Against	
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 March 2022.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
2.	A. To re-elect Mr. Shi Cen as an independent non-executive director of the Company (the “ Director ”).	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
	B. To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
3.	A. To appoint Dr. Liu Erzhuang as an executive Director.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
	B. To appoint Mr. Tan Jue as an executive Director.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
4.	To re-appoint KPMG as the auditors of the Company and to authorise the Board to fix their remuneration.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)

Ordinary Resolutions		Number of votes voted (percentage of total number of votes cast (%))		Total number of votes
		For	Against	
5.	A. To give a general mandate to the Board to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
	B. To give a general mandate to the Board to repurchase shares or other securities of the Company.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)
	C. To add the number of the shares repurchased under resolution 5B to the mandate granted to the Directors under resolution 5A.	3,874,461,708 (100%)	0 (0%)	3,874,461,708 (100%)

As more than 50% of the votes were cast in favour of the Ordinary Resolutions, the Ordinary Resolutions were duly passed at the AGM.

RETIREMENT OF DIRECTORS

As disclosed in the announcement of the Company dated 29 June 2022 (the “**Announcement**”) and in the Circular, with effect from the conclusion of the AGM, Mr. Wang Jingbo (“**Mr. Wang**”) retired as the executive Director and also ceased to be the chairman of the Board and a member of the nomination committee of the Company, and Mr. Lin Dongliang (“**Mr. Lin**”) retired as a non-executive Director and ceased to be a member of the audit committee of the Company.

Each of Mr. Wang and Mr. Lin confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders.

APPOINTMENT OF DIRECTORS AND CHAIRMAN

As Ordinary Resolutions numbered 3A and 3B above were duly passed by the Shareholders at the AGM, Dr. Liu Erzhuang (“**Dr. Liu**”) and Mr. Tan Jue (“**Mr. Tan**”) were appointed as new executive Directors with effect from 19 August 2022. Their biographies and other information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Announcement and the Circular. Each of them has entered into a service agreement with the Company for a term of three years subject to retirement by rotation in accordance with the Bye-laws. Pursuant to the service agreements of Dr. Liu and Mr. Tan, they will not receive any remuneration as executive Directors.

Upon the resignation of Mr. Wang, Dr. Liu was also appointed as the chairman of the Board with effect from 19 August 2022.

Code provision C.2.1 of the Corporate Governance Code set out in Appendix 14 to the Listing Rules stipulates that the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. With effect from the conclusion of the AGM, the roles of chairman of the Board and chief executive officer of the Company are borne concurrently by Dr. Liu to improve the efficiency of decision-making and execution process of the Company. Accordingly, the Company has deviated from code provision C.2.1 of the Corporate Governance Code. Notwithstanding the above, the Board believes that the balance of power and authority is adequately ensured by the operation of the Board, which comprises experienced talents with a sufficient number of independent non-executive Directors, and therefore, the performance of the roles of the chairman of the Board and the chief executive officer of the Company concurrently by Dr. Liu will not impair the balance of power and authority between the Board and the management of the Company and the deviation from code provision C.2.1 of the Corporate Governance Code is appropriate in such circumstance.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

In light of the above changes, the Board has changed the composition of the Board committees with effect from 19 August 2022 as follows:

Audit Committee: Mr. Chau Shing Yim David (*Chairman*)
Mr. Shi Cen
Mr. Shong Hugo

Remuneration Committee: Mr. Chau Shing Yim David (*Chairman*)
Ms. Ge Aiji
Mr. Tan Jue

Nomination Committee: Ms. Ge Aiji (*Chairman*)
Mr. Shi Cen
Dr. Liu Erzhuang

UPDATE ON AMENDMENTS TO THE RULES OF THE SHARE AWARD SCHEME

Reference is made to the announcement of the Company dated 1 August 2022 in relation to, among others, the amendments to the rules of the Share Award Scheme. In light of the Company's current incentive strategies, the Board resolved not to amend the scheme limit and individual limit of the Share Award Scheme, and therefore, the existing Share Award Scheme shall remain unchanged.

The existing scheme limit and individual limit of the Share Award Scheme in effect are set out as follows:

The Board or the Administration Committee shall not make any further Award which will result in the nominal value of the Shares awarded under the Share Award Scheme exceeding 4% of the issued share capital of the Company as at the Adoption Date.

The maximum number of Shares which may be awarded to a Selected Participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company as at the Adoption Date.

Each of the Scheme Limit and the Individual Limit shall be refreshed automatically on each anniversary date of the Adoption Date during the duration of the Scheme, such that (i) the Scheme Limit so refreshed shall not exceed 4% of the issued share capital of the Company as at each anniversary date of the Adoption Date; and (ii) the Individual Limit so refreshed shall not exceed 1% of the issued share capital of the Company as at each anniversary date of the Adoption Date.

By Order of the Board
Productive Technologies Company Limited
Liu Erzhuang
Chairman and Chief Executive Officer

Hong Kong, 19 August 2022

As at the date hereof, the Board comprises seven Directors, of whom three are executive Directors, namely Dr. Liu Erzhuang (Chairman), Mr. Tan Jue and Mr. Liu Zhihai; one is a non-executive Director, namely Mr. Shong Hugo; and three are independent non-executive Directors, namely Ms. Ge Aiji, Mr. Shi Cen, and Mr. Chau Shing Yim David.

* *For identification purposes only*