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HKRI

香港興業國際集團有限公司*
HKR International Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00480)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 AUGUST 2022
AND
RETIREMENT OF DIRECTOR**

POLL RESULTS OF THE AGM

The board of directors (the “Board”) of HKR International Limited (the “Company”) is pleased to announce that at the annual general meeting (“AGM”) of the Company held on 24 August 2022, all proposed resolutions set out in the notice of AGM dated 19 July 2022 (the “Notice”) were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) ^A	
		For	Against
1	To receive the audited consolidated financial statements and the reports of the Board of Directors and the Independent Auditor of the Company for the year ended 31 March 2022.	950,422,358 (99.999996%)	40 (0.000004%)
2	To declare a final dividend for the year ended 31 March 2022.	950,422,358 (99.999996%)	40 (0.000004%)
3(1)	To re-elect Mr TANG Moon Wah as an Executive Director;	950,215,011 (99.978179%)	207,387 (0.021821%)
3(2)	To re-elect Ms WONG CHA May Lung Madeline as a Non-executive Director;	940,511,207 (98.957180%)	9,911,191 (1.042820%)
3(3)	To re-elect Mr CHA Yiu Chung Benjamin as a Non-executive Director;	950,215,011 (99.978179%)	207,387 (0.021821%)

3(4)	To re-elect Mr CHEUNG Wing Lam Linus as an Independent Non-executive Director;	949,068,997 (99.857600%)	1,353,401 (0.142400%)
3(5)	To authorise the Board of Directors of the Company to fix the fees of all Directors of the Company (including any new Director who may be appointed) for the year ending 31 March 2023.	950,214,971 (99.978175%)	207,427 (0.021825%)
4	To re-appoint Messrs PricewaterhouseCoopers as the Independent Auditor of the Company for the ensuing year and to authorise the Board of Directors of the Company to fix their remuneration.	950,215,011 (99.978179%)	207,387 (0.021821%)
5(1)	To grant a general mandate to the Directors of the Company to allot, issue, grant, distribute and otherwise deal with additional shares of the Company [#] (“Issue Mandate”).	907,300,097 (95.462828%)	43,122,301 (4.537172%)
5(2)	To grant a general mandate to the Directors of the Company to purchase or buy back shares of the Company [#] (“Buy-back Mandate”).	950,215,011 (99.978179%)	207,387 (0.021821%)
5(3)	Conditional on the passing of resolutions numbered 5(1) and 5(2), to extend the Issue Mandate to include those purchased under the Buy-back Mandate [#] .	907,300,057 (95.462824%)	43,122,341 (4.537176%)
Special Resolution			
6	To approve the adoption of the new amended and restated memorandum and articles of association of the Company [#] .	950,422,358 (99.999996%)	40 (0.000004%)

[^] All percentages rounded to 6 decimal places.

[#] The full text of resolutions 5(1), 5(2), 5(3) and 6 are set out in the Notice.

Notes:

- (1) Number of shares entitling the holders to attend and vote on all the resolutions at the AGM: 1,485,301,803 shares.
- (2) Number of shares for holders required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”) to abstain from voting at the AGM: Nil.
- (3) The scrutineer for the poll at the AGM was Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong.

- (4) In accordance with rule 13.39(5A) of the Listing Rules, the directors of the Company, namely Mr CHA Mou Zing Victor, Ms WONG CHA May Lung Madeline, Mr TANG Moon Wah, Mr CHEUNG Ho Koon, Ms NGAN Man Ying, Mr CHEUNG Wing Lam Linus, Mr FAN Hung Ling Henry, Ms HO Pak Ching Loretta, Ms Barbara SHIU and Mr TANG Kwai Chang attended the AGM in person or by electronic means. Mr Ronald Joseph ARCULLI, Mr CHA Mou Daid Johnson and Mr CHA Yiu Chung Benjamin were unable to attend the AGM due to other business engagement.

RETIREMENT OF DIRECTOR

The Board announces that Mr Ronald Joseph ARCULLI retired as a Non-executive Director of the Company (“NED”) with effect from the conclusion of the AGM. Mr ARCULLI retired as a NED by rotation at the AGM pursuant to the articles of association of the Company and did not offer himself for re-election.

Mr ARCULLI has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr ARCULLI for his contributions to the Company during his tenure of service.

By order of the Board
HKR International Limited
LEUNG Wai Fan
Company Secretary

Hong Kong, 24 August 2022

As at the date of this announcement, the Board comprises:

Executive Chairman

Mr CHA Mou Zing Victor

Non-executive Deputy Chairman

Ms WONG CHA May Lung Madeline

Executive Directors

Mr TANG Moon Wah (*Managing Director*)

Mr CHEUNG Ho Koon

Ms NGAN Man Ying

Non-executive Directors

The Honourable Ronald Joseph ARCULLI

Mr CHA Mou Daid Johnson

Mr CHA Yiu Chung Benjamin

Independent Non-executive Directors

Mr CHEUNG Wing Lam Linus

Mr FAN Hung Ling Henry

Ms HO Pak Ching Loretta

Ms Barbara SHIU

Mr TANG Kwai Chang

* Registered under the predecessor ordinance of the Companies Ordinance, Chapter 622 of the laws of Hong Kong