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GLORY FLAME HOLDINGS LIMITED

朝威控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8059)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 JUNE 2023

The Board is pleased to announce that all of the resolutions set out in the AGM Notice were duly passed at the AGM held on 8 June 2023 by way of poll.

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 5 May 2023 (the “**AGM Notice**”) and the circular dated 5 May 2023 (the “**Circular**”) of Glory Flame Holdings Limited (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that, at the AGM held at Suite 821, 8th Floor, Ocean Centre, Harbour City, 5 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong on 8 June 2023 at 11:30 a.m., all of the resolutions set out in the AGM Notice (the “**Resolutions**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll results for the Resolutions are as follows:

| Ordinary Resolutions | | Number of Votes (%) | | Total Votes |
|----------------------|---|---------------------------|------------------------|-------------|
| | | For | Against | |
| 1. | To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the auditors of the Company and its subsidiaries for the year ended 31 December 2022. | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| 2. | To re-appoint ZHONGHUI ANDA CPA LIMITED as auditors of the Company and to authorise the Board to fix their remuneration. | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| 3. | (a) To re-elect Mr. Cao Hong Min as an independent non-executive Director; | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| | (b) To re-elect Mr. Li Kar Fai, Peter as an independent non-executive Director; | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| 4. | To authorise the Board to fix the remuneration of the Directors. | 474,990,075 (100%) | 0 (0%) | 474,990,075 |
| 5. | To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of the issued share capital of the Company as at the date of passing this resolution. | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| 6. | To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued share capital of the Company as at the date of passing this resolution. | 474,990,075 (100%) | 0 (0%) | 474,990,075 |
| 7. | To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company. | 473,430,075 (99.6716%) | 1,560,000 (0.3284%) | 474,990,075 |
| Special Resolution | | Number of Votes (%) | | Total Votes |
| | | For | Against | |
| 8. | To approve the proposed amendments to the existing amended and restated memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company with immediate effect and that any director and/or the registered agent of the Company be authorised to do all things necessary to give effect to the proposed amendments and the adoption of the second amended and restated memorandum and articles of association of the Company. | 474,990,075 (100%) | 0 (0%) | 474,990,075 |

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions (1) to (7) and more than 75% of the votes were cast in favour of Resolution (8), all Resolutions were duly passed by way of poll as ordinary resolutions or special resolution of the Company at the AGM.

The Hong Kong branch share registrar and transfer office of the Company, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer for the poll voting at the AGM.

Mr. Li Kar Fai, Peter attended the AGM in person while Mr. Liu Ying Jie, Ms. Zhou Jin, Mr. Cao Hong Min and Mr. Chan Chi Pan were unable to attend the AGM due to other business commitments.

Notes:

- (1) The total number of shares of the Company in issue as at the date of the AGM was 1,010,605,000 shares of HK\$0.01 each. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions at the AGM.
- (2) There was no shares of the Company entitling the holders to attend and vote only against the Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules.
- (3) The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM was 1,010,605,000 shares of the Company.

By Order of the Board
Glory Flame Holdings Limited
Liu Ying Jie
Chairman

Hong Kong, 8 June 2023

As at the date of this announcement, the executive Directors are Mr. Liu Ying Jie and Ms. Zhou Jin; and the independent non-executive Directors are Mr. Cao Hong Min, Mr. Li Kar Fai, Peter and Mr. Chan Chi Pan.

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 Company Announcements” page of the Stock Exchange’s website at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.gf-holdings.com.