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## **Guoen Holdings Limited** **國恩控股有限公司**

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

**(Stock Code: 8121)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 AUGUST 2023**

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 30 June 2023 (the “**AGM Notice**”) of Guoen Holdings Limited (the “**Company**”) and the circular of the Company dated 30 June 2023 (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll as ordinary resolutions at the AGM held at 3:30 p.m. on Tuesday, 8 August 2023 at Unit 1201 & 16, 12/F, Two Harbour Square, No. 180 Wai Yip Street, Kwun Tong, Hong Kong.

Directors of the Company, namely Mr. Yip Shek Lun, Ms Wan Wai Ting, Mr. Ng Chi Fung, Mr. Yin Di, Mr. Bian Wencheng and Mr. Hong Ming Sang had attended the AGM either in person or via electronic means.

The scrutineer for vote-taking of the AGM was Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company.

As at the date of the AGM, the total number of issued Shares was 166,720,000 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM. The Shareholders and authorised proxies holding an aggregate of 17,510,105 Shares carrying voting rights had voted at the AGM.

The poll results in respect of the Resolutions at the AGM are as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (APPROXIMATE PERCENTAGE)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of directors of the Company and the independent auditor of the Company for the year ended 31 March 2023.	17,510,105 (100%)	0 (0%)
2.	To re-elect Mr. Yip Shek Lun as an executive director of the Company.	17,510,105 (100%)	0 (0%)
3.	To re-elect Mr. Yin Di as an executive director of the Company.	17,510,105 (100%)	0 (0%)
4.	To re-elect Mr. Hong Ming Sang as an independent non-executive director of the Company.	17,510,105 (100%)	0 (0%)
5.	To re-elect Mr. Bian Wencheng as an independent non-executive director of the Company.	17,510,105 (100%)	0 (0%)
6.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	17,510,105 (100%)	0 (0%)
7.	To re-appoint SHINEWING (HK) CPA Limited as the auditor of the Company and authorise the board of directors of the Company to fix the auditor's remuneration.	17,510,105 (100%)	0 (0%)
8.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to allot, issue and deal with unissued shares of the Company for an aggregate number not exceeding 20% of the total number of shares of the Company in issue as at the date of the passing of this resolution.	17,510,105 (100%)	0 (0%)
9.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to purchase or repurchase the Company's shares and securities for an aggregate number not exceeding 10% of the number of the issued shares of the Company as at the date of the passing of this resolution.	17,510,105 (100%)	0 (0%)

ORDINARY RESOLUTIONS		NUMBER OF VOTES (APPROXIMATE PERCENTAGE)	
		FOR	AGAINST
10.	To extend the general unconditional mandate granted to the directors of the Company under resolution no. 8 above by an amount representing the aggregate number of shares and securities of the Company purchased or repurchased by the Company under resolution no. 9 above provided that such amount shall not exceed 10% of the number of the issued shares of the Company as at the date of the passing of this resolution.	17,510,105 (100%)	0 (0%)

The number of votes and percentage of voting Shares are based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than 50% of the total valid votes were cast in favor of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board  
**Guoen Holdings Limited**  
**Yip Shek Lun**  
*Chairman of the Board, Chief Executive Officer  
and Executive Director*

Hong Kong, 8 August 2023

*As at the date of this announcement, the executive Directors are Mr. Yip Shek Lun, Mr. Ng Chi Fung, Mr. Yin Di and Ms. Wan Wai Ting; and the independent non-executive Directors are Mr. Bian Wencheng, Mr. David Tsoi and Mr. Hong Ming Sang.*

*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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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