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CHINA-HONGKONG PHOTO PRODUCTS HOLDINGS LIMITED
中港照相器材集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1123)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON FRIDAY, 11 AUGUST 2023
(2) APPOINTMENT OF DIRECTOR; AND
(3) CHANGES IN COMPOSITION OF BOARD COMMITTEES**

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of China-Hongkong Photo Products Holdings Limited (the “Company”) held on Friday, 11 August 2023, all the proposed resolutions as set out in the notice of the AGM dated 14 July 2023 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and the reports of the Directors and auditors for the year ended 31 March 2023.	712,297,392 (100%)	
2.	To declare a final dividend of 1 HK cent per ordinary share for the year ended 31 March 2023.	712,297,392 (100%)	
3.	To declare a special dividend of 0.5 HK cent per ordinary share for the year ended 31 March 2023.	712,297,392 (100%)	
4.	(a) To re-elect Mr. Sun Tao Hsi Ryan as an Executive Director.	712,297,392 (100%)	
	(b) To re-elect Mr. Fung Yue Chun Stephen as a Non-executive Director.	712,297,392 (100%)	
	(c) To re-elect Dr. Wong Chi Yun Allan as an Independent Non-executive Director.	712,297,392 (100%)	
	(d) To elect Mr. Lau William Wayne as an Independent Non-executive Director.	712,297,392 (100%)	
	(e) To authorize the Board of Directors to appoint additional Directors not exceeding twenty.	712,297,392 (100%)	
	(f) To authorize the Board of Directors to fix the respective Directors’ remuneration.	712,297,392 (100%)	
5.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the Board of Directors to fix their remuneration.	712,297,392 (100%)	
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	712,297,392 (100%)	

Ordinary Resolutions		Number of Votes (%)	
		For	Against
7.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	712,297,392 (100%)	
8.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	712,297,392 (100%)	

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,185,318,349 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 1,185,318,349 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company's circular dated 14 July 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) Directors of the Company namely Dr. Sun Tai Lun, Dennis, Mr. Sun Tao Hung, Stanley, Mr. Sun Tao Hsi, Ryan, Ms. Chan Wai Kwan, Rita, Mr. Li Ka Fai, David and Dr. Wong Chi Yun, Allan attended the AGM in person.

(2) APPOINTMENT OF DIRECTOR

Following the approval by the shareholders of the Company at the AGM, Mr. Lau William Wayne ("Mr. Lau") has been appointed as an Independent Non-executive Director of the Company with effect from the conclusion of the AGM on 11 August 2023.

Mr. Lau William Wayne, aged 46, is currently a deputy managing director of B.S.C. Interior Contract and Engineering Company Limited and an executive director of B.S.C. Group Limited. Mr. Lau is also an independent non-executive director of Noble Development Public Company Limited, a company listed in Thailand. Mr. Lau has over two decades' experience as a major supplier of building materials and interior fit-out services to hospitality, residential, commercial, and gaming property development projects in Hong Kong, China and Macau. He holds a Bachelor of Arts degree in Jurisprudence from The University of Oxford.

Save as disclosed above, Mr. Lau did not hold any directorship in other listed companies in Hong Kong or overseas in the last three years, and he is not related to any Directors, senior management, or other substantial or controlling shareholders (as defined in the Listing Rules) of the Company, nor has he held any other positions with the Company or member of the Group.

Mr. Lau will enter into an appointment letter with the Company for a term of three years and is subject to the termination by either party upon giving three months' notice to the other party. Mr. Lau is also subject to the retirement by rotation and re-election provisions in the accordance with the Bye-laws. According to the appointment letter, Mr. Lau will be entitled to receive a director's fee of HK\$231,000 per annum which is determined by the Board with reference to his experience, duties and responsibilities with the Company, and is subject to review by the Board from time to time.

As at the date of this announcement, Mr. Lau did not have or was not deemed to have any other interests or short positions in the shares or underlying shares of the Company or the Company's associated corporations pursuant to Part XV of the SFO.

There is no information which is disclosable nor is Mr. Lau involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Lau that need to be brought to the attention of the shareholders of the Company.

(3) CHANGES IN COMPOSITION OF BOARD COMMITTEES

Simultaneously with the appointment of Mr. Lau as an Independent Non-executive Director of the Company on 11 August 2023 (after the conclusion of the AGM), Mr. Lau was also appointed as the chairman of the nomination committee and a member of the audit committee and the remuneration committee of the Company respectively. Dr. Wong Chi Yun Allan ceased to be the chairman but be appointed as a member of the nomination committee of the Company.

By Order of the Board
China-Hongkong Photo Products Holdings Limited
SUN Tai Lun, Dennis
Chairman

Hong Kong, 11 August 2023

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Mr. SUN Tao Hung, Stanley (*Deputy Chairman and Chief Executive Officer*)

Mr. SUN Tao Hsi, Ryan

Ms. CHAN Wai Kwan, Rita

Non-executive Directors:

Dr. SUN Tai Lun, Dennis (*Chairman*)

Mr. FUNG Yue Chun, Stephen

Independent Non-executive Directors:

Mr. LAU William Wayne

Mr. LI Ka Fai, David

Mr. LIU Jian Hui, Allan

Dr. WONG Chi Yun, Allan