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WAC HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8619)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 NOVEMBER 2023

The Board is pleased to announce that all resolutions as set out in the AGM Notices were duly passed by the Shareholders by way of poll.

References are made to (i) the notice of annual general meeting of WAC Holdings Limited (the “**Company**”) dated 20 September 2023, as supplemented by the supplemental notice of annual general meeting dated 31 October 2023 (together, the “**AGM Notices**”), in relation to the annual general meeting of the Company to be convened on 17 November 2023 (the “**AGM**”); (ii) the circular of the Company dated 20 September 2023 and the supplemental circular dated 31 October 2023 (together, the “**Circulars**”); and (iii) the supplemental announcements dated 22 September 2023, 26 September 2023, 17 October 2023, 26 October 2023 and 31 October 2023 (together, the “**Announcements**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circulars and the Announcements.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all resolutions as set out in the AGM Notices were duly passed by the Shareholders by way of poll. Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the AGM. The results of the voting are as follows:

Ordinary Resolutions		Number of Shares (approximate % of votes cast)		Total number of votes cast
		For	Against	
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 March 2023.	140,074,090 (100%)	0 (0%)	140,074,090
2.	(a) To re-elect Mr. Man Kwok Hing as an executive director of the Company.	140,074,090 (100%)	0 (0%)	140,074,090
	(b) To re-elect Mr. Choy Wai Shek, Raymond as an independent non-executive director of the Company.	140,074,090 (100%)	0 (0%)	140,074,090
	(c) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	140,074,090 (100%)	0 (0%)	140,074,090
	(d) To re-elect Mr. Kazuya Yanagihara as an executive director of the Company.	140,074,090 (100%)	0 (0%)	140,074,090
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	140,074,090 (100%)	0 (0%)	140,074,090
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with shares of the Company not exceeding 20% of the total number of issued shares of the Company.*	140,074,090 (100%)	0 (0%)	140,074,090
5.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company.*	140,074,090 (100%)	0 (0%)	140,074,090

Ordinary Resolutions		Number of Shares (approximate % of votes cast)		Total number of votes cast
		For	Against	
6.	To extend the general mandate granted under resolution no. 4 by adding the shares of the Company to be repurchased pursuant to the general mandate granted by resolution no. 5 which shall not exceed 10% of the total number of issued shares of the Company.*	140,074,090 (100%)	0 (0%)	140,074,090
Special Resolution		Number of Shares (approximate % of votes cast)		Total number of votes cast
		For	Against	
7.	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 or company secretary 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.*	140,074,090 (100%)	0 (0%)	140,074,090

* *The full text of resolution nos. 4 to 7 are set out in the notice convening the AGM dated 20 September 2023.*

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6 above, the resolutions numbered 1 to 6 were duly passed as the ordinary resolutions of the Company at the AGM. As not less than 75% of the votes were cast in favour of the resolution numbered 7 above, the resolution numbered 7 was duly passed as a special resolution of the Company at the AGM.

As at the date of the AGM, the total number of issued Shares was 1,152,000,000, which was the total number of Shares entitling the holders thereof to attend and vote for or against all resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM pursuant to Rule 17.47A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) and there were no Shareholders required under the GEM Listing Rules to abstain from voting at the AGM. No parties had stated in the Circulars that they intend to vote against or to abstain from voting on any resolution at the AGM.

The Directors that attended the AGM were Dr. Chan Yin Nin, Mr. Kwong Po Lam, Ms. Leung Suet Yiu, Mr. Man Kwok Hing, Mr. Kazuya Yanagihara, Mr. Choy Wai Shek, Raymond, Mr. Sze Kyran and Ms. Siu Yuk Ming.

By order of the Board
WAC Holdings Limited
Dr. Chan Yin Nin
Chairman

Hong Kong, 17 November 2023

As at the date of this announcement, the Board comprises Dr. Chan Yin Nin, Mr. Kwong Po Lam, Mr. Man Kwok Hing, Ms. Leung Suet Yiu and Mr. Kazuya Yanagihara as executive Directors; and Mr. Choy Wai Shek, Raymond, Mr. Sze Kyran and Ms. Siu Yuk Ming as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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.

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