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## **WT GROUP HOLDINGS LIMITED**

### **WT 集團控股有限公司**

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

**(Stock code: 8422)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING; RETIREMENT OF EXECUTIVE DIRECTOR; AND CHANGE IN COMPOSITION OF REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting of WT Group Holdings Limited (the “**Company**”) both dated 6 November 2023 and the announcement of the Company dated 2 November 2023 in relation to the retirement of executive director (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular. The Board is pleased to announce that at the AGM held on 11 December 2023, all proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

The poll results of the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (Approximate %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To receive, consider and adopt the audited financial statements of the Company, the reports of the directors and the independent auditors of the Company for the year ended 30 June 2023	16,285,755 (100%)	0 (0%)
2.	(i) To re-elect Ms. Chan Sin Wa Carrie as an independent non-executive director of the Company	16,285,755 (100%)	0 (0%)
	(ii) To re-elect Mr. Yu Tat Chi Michael as an independent non-executive director of the Company	16,285,755 (100%)	0 (0%)
	(iii) To authorise the board of directors of the Company to fix the remunerations of the directors	16,285,755 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		FOR	AGAINST
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	16,285,755 (100%)	0 (0%)
4.	To give a general mandate to the directors to issue new shares or securities of the Company not exceeding 20% of the total number of issued shares of the Company	16,285,755 (100%)	0 (0%)
5.	To give 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	16,285,755 (100%)	0 (0%)
6.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares or securities of the Company of an amount representing the total number of shares repurchased by the Company	16,285,755 (100%)	0 (0%)

For the full text of the Resolutions please refer to the AGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As at the date of the AGM, the total number of Shares in issue was 120,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the AGM. There was no Share 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 holder of the Shares was required to abstain from voting at the AGM under the GEM Listing Rules.

In addition, no holder of the Shares has indicated in the AGM Circular that he/she/it intends to vote against or to abstain from voting on any of the Resolutions at the AGM.

McM (HK) CPA Limited, being an external accountant firm which is qualified to serve as the Company's auditor, was appointed as the scrutineer for the vote-taking at the AGM.

## RETIREMENT OF EXECUTIVE DIRECTOR

As set out in the Announcement, the Company was notified by Mr. Kam Kin Bun ("Mr. Kam"), an executive Director of the Company, that he would retire as an executive Director of the Company at the conclusion of the AGM and would not offer himself for re-election. Accordingly, Mr. Kam retired as an executive Director of the Company at the AGM.

Mr. Kam has confirmed that he has no disagreement with the Board and no other matters related to his retirement that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to express its sincere gratitude to Mr. Kam for his valuable contributions to the Board and the Company during his tenure of office.

## **CHANGE IN COMPOSITION OF REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

Following the above changes to the composition of the Board, Ms. Kam would cease to be a member of each of the remuneration committee of the Company (the “**Remuneration Committee**”) and nomination committee of the Company (the “**Nomination Committee**”).

The Board is pleased to announce that Ms. Wong Mei Chun has been appointed as a member of each of the Remuneration Committee and the Nomination Committee, all with effect from 11 December 2023.

By order of the Board  
**WT Group Holdings Limited**  
**Wong Mei Chun**  
*Executive Director*

Hong Kong, 11 December 2023

*As at the date of this announcement, the Board comprises Ms. Wong Mei Chun as executive Directors; Ms. Chan Sin Wa Carrie and Mr. Yu Tat Chi Michael as independent non-executive Directors.*

*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 GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the Company’s website at [www.hklistco.com/8422](http://www.hklistco.com/8422).*

*If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.*