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SUN KONG HOLDINGS LIMITED
申港控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8631)

**(1) POLL RESULTS OF THE EXTRAORDINARY
GENERAL MEETING; AND
(2) SHARE CONSOLIDATION BECOMING EFFECTIVE ON
19 FEBRUARY 2024**

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of extraordinary general meeting (the “**EGM**”) of Sun Kong Holdings Limited (the “**Company**”) dated 24 January 2024. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the resolutions as set out in the Notice to approve (i) the Share Consolidation was duly passed by the Shareholders; and (ii) the Rights Issue, the Placing Agreement and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll at the EGM held on 15 February 2024.

The poll results taken in respect of the resolutions proposed at the EGM are set out as follows:

Ordinary Resolutions*		FOR	AGAINST
1.	To approve the Share Consolidation as set out in the Notice.	208,320,000 (100.00%)	0 (0.00%)
2.	To approve, confirm and ratify the Proposed Rights Issue, the Placing Agreement and the transactions contemplated thereunder as set out in the Notice.	4,320,000 (100.00%)	0 (0.00%)

* Full text of the resolutions are set out in the Notice dated 24 January 2024.

As more than 50% of the votes were cast by (i) the Shareholders in favour of the resolution numbered 1 above; and (ii) the Independent Shareholders in favour of the resolution numbered 2 above, all such resolutions were duly passed as ordinary resolutions of the Company.

As at the date of EGM, (i) the total number of issued Shares was 400,000,000 Existing Shares; (ii) Fully Fort Group Limited (the controlling shareholder of the Company) (“**Fully Fort**”) beneficially held 251,110,000 Existing Shares (representing approximately 62.8% of the entire issued share capital of the Company); and (iii) Mr. Law Ming Yik (the chairman of the Company, an executive Director and the sole beneficial owner of Fully Fort) is deemed to be interested in the 251,110,000 Existing Shares beneficially held by Fully Fort. In accordance with the GEM Listing Rules, Fully Fort Group Limited, Mr. Law Ming Yik and their respective associates were required to and had abstained from voting on the resolution to approve the Rights Issue, the Placing Agreement and the transactions contemplated thereunder (i.e. resolution numbered 2). Save as disclosed above, no Shareholder was required to abstain from voting on the resolutions proposed at the EGM.

The total number of the Existing Shares entitling the Shareholders to attend and vote on the resolution numbered 1 was 400,000,000 and the total number of the Existing Shares entitling the Independent Shareholders to attend and vote on the resolution numbered 2 was 148,890,000. To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, as at the date of the EGM, there were no Shares entitling other Shareholders to attend but abstain from voting in favour of the resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rule and no Shareholders had stated his/her/its intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM. Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

The Company would like to report that Mr. Law Ming Yik (being the chairman of the Board, an executive Director and chairman of the EGM) and all other members of the Board, including Mr. Li Isaiah (being executive Directors) and Mr. Fenn David, Mr. Wong Ka Chun, Matthew and Mr. Chan Ting Fung (being independent non-executive Directors), attended the EGM in person.

SHARE CONSOLIDATION BECOMING EFFECTIVE

As all the conditions of the Share Consolidation as stated in the Circular have been fulfilled, the Share Consolidation will become effective on 19 February 2024. The Share Consolidation and the dates in relation to the trading arrangement, arrangement of free exchange of share certificates and matching services for odd lots will be implemented in accordance with the timetable and details as set out in the Circular. Shareholders should note that upon the Share Consolidation becoming effective, new share certificates of the Company will be issued in gold colour, while the existing share certificates in blue colour will cease to be valid for delivery, trading, registration and settlement purposes after 4:10 p.m. on Friday, 22 March 2024 but remain valid and effective as documents of title.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARES

The Rights Issue is subject to the fulfilment of conditions including, among other things, the GEM Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. Please refer to the section headed “Conditions of the Rights Issue” in the Circular. Shareholders and potential investors of the Company should note that if the conditions to the Rights Issue are not satisfied, the Rights Issue will not proceed, in which case a further announcement will be made by the Company at the relevant time.

Any dealings in the Shares up to the date on which all the conditions of the Rights Issue are fulfilled, and any Shareholders dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares and/or Rights Shares in nil-paid form are recommended to consult their professional advisers.

On behalf of the Board
Sun Kong Holdings Limited
Law Ming Yik
Chairman and executive Director

Hong Kong, 15 February 2024

As at the date of this announcement, the executive Directors of the Company are Mr. LAW Ming Yik (chairman) and Mr. LI Isaiah (chief executive officer); and the independent non-executive Directors of the Company are Mr. FENN David, Mr. WONG Ka Chun, Matthew and Mr. Chan Ting Fung.

This announcement, for which the Directors of the Company 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 Stock Exchange website at www.hkexnews.hk the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.skhl.com.hk.