

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## SMIT HOLDINGS LIMITED

### 國微控股有限公司

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

**(Stock Code: 2239)**

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2024

The board of directors (“**Board**”) of SMIT Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions set out in its notice (the “**Notice**”) of annual general meeting dated 24 April 2024 (the “**Resolutions**”) were passed by poll voting at the annual general meeting held on 31 May 2024 (the “**AGM**”). The poll results in respect of the respective Resolutions proposed at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		FOR	AGAINST
1	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditor of the Company for the year ended 31 December 2023.	212,095,973 (100%)	0 (0%)
2	To declare a final dividend of HK\$0.01 per ordinary share of the Company in respect of the year ended 31 December 2023.	212,095,973 (100%)	0 (0%)
3	To re-elect Mr. Loong, Manfred Man-tsun as an executive director of the Company.	212,095,973 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes (Approximate %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
4	To re-elect Mr. Kwan, Allan Chung-yuen as a non-executive director of the Company.	212,095,973 (100%)	0 (0%)
5	To re-elect Mr. Zhang Junjie as an independent non-executive director of the Company.	212,095,973 (100%)	0 (0%)
6	To authorise the board of directors of the Company to fix the remuneration of the Company's directors.	212,095,973 (100%)	0 (0%)
7	To re-appoint PricewaterhouseCoopers as the Company's auditor and to authorise the board of directors of the Company to fix their remuneration.	212,095,973 (100%)	0 (0%)
8	To grant a general mandate to the directors of the Company to allot, issue and deal with the Company's shares.	212,095,973 (100%)	0 (0%)
9	To grant a general mandate to the directors of the Company to repurchase the Company's shares.	212,095,973 (100%)	0 (0%)
10	To extend the general mandate granted to the directors of the Company under resolution no.8 by the number of shares repurchased under resolution no. 9.	212,095,973 (100%)	0 (0%)
<b>SPECIAL RESOLUTION</b>			
11	To approve and adopt the third amended and restated memorandum and articles of association of the Company.	212,095,973 (100%)	0 (0%)

Please refer to the Notice for the full text of the above resolutions.

As more than 50% of the votes were cast in favour of each of the Resolutions No. 1 to 10, Resolutions No. 1 to 10 were passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of Resolution No. 11, Resolution No. 11 was passed as special resolution of the Company.

The total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote on the Resolutions was 324,931,990 shares, which is the total number of shares of the Company in issue as at the date of the AGM.

No Shareholder was required to abstain from voting on the Resolutions under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholder was only entitled to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated their intention in the Company’s circular dated 24 April 2024 to vote against or to abstain from voting on any of the resolutions at the AGM. Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as scrutineer for the vote-taking at the AGM.

The following directors of the Company attended the AGM either in person or by electronic means: Mr. Huang Xueliang, Mr. Kwan, Allan Chung-yuen, Mr. Cai Jing, Mr. Zhang Junjie, Mr. Woo Kar Tung, Raymond and Mr. Jin Yufeng. Mr. Loong, Manfred Man-tsun was unable to attend the AGM due to other work commitments.

By order of the Board  
**SMIT Holdings Limited**  
**Huang Xueliang**  
*Chairman*

Hong Kong, 31 May 2024

*As at the date of this announcement, the executive Directors are Mr. Huang Xueliang (chairman and chief executive officer) and Mr. Loong, Manfred Man-tsun; the non-executive Director are Mr. Kwan, Allan Chung-yuen and Mr. Cai Jing; and the independent non-executive Directors are Mr. Zhang Junjie, Mr. Woo Kar Tung, Raymond and Mr. Jin Yufeng.*