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UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED

環球實業科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1026)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING;**
- (2) RETIREMENT OF EXECUTIVE DIRECTOR;**
- (3) APPOINTMENT OF NON-EXECUTIVE DIRECTOR;**
- AND**
- (4) RE-DESIGNATION OF DIRECTOR**

The Board is pleased to announce that all the Resolutions set out in the AGM Notice were duly passed by way of poll by the Shareholders at the AGM held on 28 June 2024.

As disclosed in the Company's announcement dated 31 May 2024, Ms. Zhang Haimei did not stand for re-election and retired as an executive Director, taking effect at the conclusion of the AGM on 28 June 2024.

Mr. Chen Lang was elected by the Shareholders as a non-executive Director at the AGM on 28 June 2024.

The Board also announces that on 28 June 2024 (after the conclusion of the AGM), Mr. Xuan Zhensheng was re-designated from a non-executive Director to an executive Director of the Company with immediate effect.

Reference is made to the circular (the "AGM Circular") of Universal Technologies Holdings Limited (the "Company", together with its subsidiaries, the "Group") and the notice (the "AGM Notice") of the annual general meeting of the Company (the "AGM") both dated 6 June 2024. Unless the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the AGM Circular.

(1) POLL RESULTS OF THE AGM

The board (“**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the proposed resolutions (the “**Resolutions**”) set out in the AGM Notice were duly passed by way of poll by the shareholders of the Company (the “**Shareholders**”) at the AGM held on 28 June 2024.

Hong Kong Registrars Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the purpose of the poll taken at the AGM. The poll results in respect of the Resolutions proposed at the AGM were as follows:

| Ordinary Resolutions <i>(Note)</i> | | Number of Votes Cast (%) | |
|------------------------------------|---|---------------------------|----------------------|
| | | For | Against |
| 1. | To receive, consider and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2023. | 2,112,870,000 (100%) | 0 (0%) |
| 2(a) | To re-elect Mr. Xuan Zhensheng as a Director. | 2,112,870,000 (100%) | 0 (0%) |
| 2(b) | To re-elect Mr. Chao Pao Shu George as a Director. | 2,112,870,000 (100%) | 0 (0%) |
| 2(c) | To elect Mr. Chen Lang as a Director. | 2,112,870,000 (100%) | 0 (0%) |
| 2(d) | To authorise the Board to fix the Directors’ remuneration. | 2,112,870,000 (100%) | 0 (0%) |
| 3. | To re-appoint PKF Hong Kong Limited as the auditor of the Company and to authorize the Board to fix their remuneration. | 2,112,870,000 (100%) | 0 (0%) |
| 4. | To grant the Issue Mandate to the Directors to issue, allot and deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this Resolution. | 2,111,140,000 (99.92%) | 1,730,000 (0.08%) |
| 5. | To grant the Buy-back Mandate to the Directors to buy back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this Resolution. | 2,112,870,000 (100%) | 0 (0%) |
| 6. | To extend the Issue Mandate by the number of the Shares bought-back by the Company under the Buy-back Mandate. | 2,111,140,000 (99.92%) | 1,730,000 (0.08%) |

Note: The full text of the Resolutions proposed at the AGM is set out in the AGM Notice.

As more than 50% of the votes from the Shareholders who attended and voted at the AGM were cast in favour of the Resolutions at the AGM, all the Resolutions were duly passed as ordinary resolutions of the Company.

The number of issued Shares as at the date of the AGM was 5,513,000,000, being the total number of Shares entitling the Shareholders to attend and vote for or against any of the Resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the AGM among the aforesaid Shares, whether pursuant to the Rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or otherwise. There were no Shareholders who are required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders has stated their intention in the AGM Circular to vote against or to abstain from voting on the resolutions at the AGM.

The following Directors, namely, Mr. Chen Jinyang, Ms. Zhu Fenglian (“**Ms. Zhu**”), Ms. Zhang Haimei, Mr. Xuan Zhensheng, Mr. Yeung Kin Chung Clifton, *M.H.*, Mr. David Tsoi and Mr. Chao Pao Shu George attended the AGM in person or via real-time communication facilities.

(2) RETIREMENT OF EXECUTIVE DIRECTOR

As disclosed in the announcement of the Company dated 31 May 2024, Ms. Zhang Haimei (“**Ms. Zhang**”) did not stand for re-election and retired as an executive Director of the Company, taking effect at the conclusion of the AGM on 28 June 2024. The Board expresses its sincere gratitude to Ms. Zhang for her valuable contributions to the Company during her tenure of service.

(3) APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Pursuant to Resolution 2(c), Mr. Chen Lang was elected by the Shareholders as a non-executive Director at the AGM on 28 June 2024. The biographical details of Mr. Chen are already set out in the Company’s announcement dated 31 May 2024 and the AGM Circular.

The Board would like to take this opportunity to welcome Mr. Chen for joining the Board.

(4) RE-DESIGNATION OF DIRECTOR

The Board wishes to further announce that with effect from 28 June 2024 (after the conclusion of the AGM), Mr. Xuan Zhensheng (“**Mr. Xuan**”), previously a non-executive Director of the Company, was re-designated as an executive Director of the Company. Biographical details of Mr. Xuan are as follows:

Mr. Xuan, aged 54, was appointed as a non-executive Director of the Group on 23 April 2018. Mr. Xuan obtained a diploma in Economics Management in the PRC, and specialty in accountant qualifications issued by the Ministry of Personnel of PRC.

Mr. Xuan is the director of a number of subsidiaries of the Company, including Universal Cyberworks International Ltd., Leading International Group Inc., Wayland Asia Pacific Estate Ltd., Billion Champ Corporation Limited, International Payment Solutions (Hong Kong) Limited, Ease2Pay Limited, Universal Technologies (Hong Kong) Limited, Universal Technologies Investment Limited, Universal Property Holdings Limited, Universal Technologies Capital Holdings Limited and Universal Technologies Credit Limited, and a supervisor of Shenzhen Huanye Universal Technologies Limited. Mr. Xuan is currently (i) a non-independent director of Guangdong Golden Dragon Development Inc. (“**GD**”), whose shares are listed on the Shenzhen Stock Exchange (stock code: 000712); (ii) a director and general manager of Dongguan New Century Science and Education Development Limited (“**New Century**”) (a company in which Ms. Zhu and her family own shareholding interest); and (iii) a supervisor of Dongguan Yuhe Industrial Co., Ltd. (a company in which Ms. Zhu and her family own shareholding interest). Mr. Xuan was previously (i) a director and the financial controller and the board secretary of Jiangsu Boxin Investment Holdings Limited (“**Boxin**”), whose shares are listed on the Shanghai Stock Exchange (stock code: 600083); and (ii) a director and the chairman of supervision committee of GD. Ms. Zhu, a substantial shareholder and an executive Director of the Company, and her family own shareholding interest in GD through New Century.

Mr. Xuan has confirmed to the Company that, save as disclosed above, as at the date of this announcement: (a) he does not hold, and has not in the last three years held, any directorship in other public listed companies in Hong Kong or overseas; (b) he does not hold any other positions in the Group; (c) he does not have any relationships with any other directors, senior management, substantial shareholders or controlling shareholders of the Company; and (d) he does not have any interest in the shares or underlying shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong).

Mr. Xuan entered into a service contract with the Company with a fixed term of 3 years, and is subject to retirement by rotation and re-election pursuant to the Articles of Association of the Company. Following his re-designation as an executive Director, Mr. Xuan is entitled to receive a director’s fee of HK\$5,000 and a director’s salary of HK\$120,000 per month, and discretionary bonus to be determined by the Board. The remuneration of Mr. Xuan was determined after arm’s length negotiation between the parties with reference to the prevailing market conditions, the skill, knowledge and experience of Mr. Xuan and his duties and responsibilities with the Company.

Save as disclosed above, in relation to the re-designation of Mr. Xuan as an executive Director, the Board is not aware of any information that ought to be disclosed pursuant to the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters that ought to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to congratulate Mr. Xuan for his new role in the Board.

By Order of the Board
UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED
Chen Jinyang
Chairman and Chief Executive Officer

Hong Kong, 28 June 2024

As at the date of this announcement, the Board of Directors of the Company comprises three executive Directors namely Mr. Chen Jinyang (Chairman and Chief Executive Officer), Ms. Zhu Fenglian and Mr. Xuan Zhensheng; one non-executive Director namely Mr. Chen Lang; and three independent non-executive Directors namely Mr. Yeung Kin Chung Clifton, M.H., Mr. David Tsoi and Mr. Chao Pao Shu George.