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## **Oi Wah Pawnshop Credit Holdings Limited**

**靄華押業信貸控股有限公司**

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

**(Stock Code: 1319)**

- (1) POSTPONEMENT OF ANNUAL GENERAL MEETING;**
- (2) PROPOSED RE-ELECTION OF RETIRING DIRECTOR;**
- (3) CHANGE OF EXPECTED PAYMENT DATE OF FINAL DIVIDEND;**
- (4) CHANGE OF DATES FOR CLOSURE OF REGISTER OF MEMBERS;**
- AND**
- (5) SUPPLEMENTAL NOTICE OF THE POSTPONED ANNUAL GENERAL MEETING AND REVISED FORM OF PROXY**

References are made to (i) the circular dated 26 June 2024 (the “**Circular**”), the notice dated 26 June 2024 (the “**Original Notice**”) and form of proxy (the “**Original Proxy Form**”) published by the Company on 26 June 2024, in relation to, among other things, the date of the forthcoming annual general meeting (the “**AGM**”) of the Company, the book closure period, the expected payment date of final dividend and the record date; and (ii) the announcement of the Company dated 18 July 2024 (the “**Announcement**”) regarding the change in Director of the Company. Unless otherwise stated, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **POSTPONEMENT OF AGM**

The Board hereby announces that the AGM originally scheduled to be held on Wednesday, 31 July 2024 is postponed to Wednesday, 7 August 2024 (the “**Postponed AGM**”), due to the passing away of Mr. Chan Chart Man (“**Mr. Chan**”) and the additional time required for Shareholders to consider the subsequent changes in the resolutions to be proposed at the Postponed AGM. The venue and starting time of the Postponed AGM will remain unchanged at 10:30 a.m at Room 1225, 12th Floor, Prince’s Building, 10 Chater Road, Central, Hong Kong.

### **PROPOSED RE-ELECTION OF DIRECTOR**

As disclosed in the Circular, Mr. Chan, Ms. Chan Mei Fong and Dr. Leung Shiu Ki Albert shall retire from office by rotation at the AGM and being eligible, have offered themselves for re-election at the AGM.

Subsequent to the despatch of the Circular, the Original Notice and the Original Proxy Form and as disclosed in the Announcement, due to the passing away of Mr. Chan as an executive Director of the Company on 16 July 2024, the ordinary resolution No. 2(a)(i) in respect of the re-election of Mr. Chan as an executive Director as set out in the Original Notice and the Original Proxy Form is no longer applicable and will not be put forward for consideration and approval by the Shareholders of the Company at the Postponed AGM. Pursuant to Article 108 of the Articles of Association, Mr. Macksion Chan shall retire from office by rotation at the Postponed AGM and shall be eligible for re-election.

The nomination committee of the Company is of the view that Mr. Macksion Chan has demonstrated his commitment to his role and contributions to the Board, and that he would continue to make effective contributions to the Board. As such, the nomination committee of the Company recommended the re-election of Mr. Macksion Chan to the Board. The Board has endorsed the nomination by the nomination committee of the Company and recommended Mr. Macksion Chan to stand for re-election at the Proposed AGM.

### **Details of Mr. Macksion Chan**

Mr. Macksion Chan, aged 68, was appointed as our non-executive Director on 19 February 2013. He is a lawyer with 37 years of experience in general practice. He has passed solicitor qualifying examinations in Hong Kong and was admitted as a Solicitor of the High Court of Hong Kong in March 1984 and has been a partner in Chow C.L. & Macksion Chan since 2001. Mr. Macksion Chan obtained a Bachelor of Arts Degree in Pure Mathematics from The University of Calgary, Canada in June 1978. Mr. Macksion Chan is the brother of Mr. Edward Chan, Ms. Chan Mei Fong and Ms. Chan Ying Yu, all of whom are our Directors.

As at the date of this announcement, Mr. Macksion Chan was deemed to have interest in 1,400,724,588 Shares, of which 1,347,247,024 Shares were held by Kwan Lik Holding Limited<sup>(Note)</sup> and 53,477,564 Shares were held by Mr. Edward Chan, representing 72.68% of the issued share capital of the Company, by virtue of the SFO.

Mr. Macksion Chan has entered into a letter of appointment with the Company for a term of three years and is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. He is entitled to HK\$192,000 as annual salary. The remuneration committee of the Company will review and determine the remuneration and compensation package with reference to his responsibilities, workload, time devoted to the Group and the performance of the Group. The principal element of his remuneration package include salary and allowance, but exclude discretionary bonus.

*Note:* The entire issued share capital of Kwan Lik Holding Limited is owned by Kwan Lik (BVI) Limited, a wholly-owned subsidiary of TMF (Cayman) Limited which is the trustee of the Chan's Family Trust whose beneficiaries include the Chan's Family and Mr. Macksion Chan.

## **CHANGE OF EXPECTED PAYMENT DATE FOR FINAL DIVIDEND**

As mentioned in the annual results announcement of the Company dated 27 May 2024, the Board recommended the payment of a final dividend of HK0.76 cents per Share for the year ended 29 February 2024, which is subject to the approval of the Shareholders at the Postponed AGM. Due to the postponement of the AGM, the expected payment date of final dividend will be changed to Wednesday, 28 August 2024. The proposed final dividend, subject to approval by the Shareholders at the Postponed AGM, will be payable to the Shareholders whose names appear on the register of members of the Company on Thursday, 15 August 2024.

## **CHANGE OF DATES FOR CLOSURE OF REGISTER OF MEMBERS**

For determining the entitlement of the shareholders to attend and vote at the Postponed AGM, the dates of closure of register of members of the Company will be changed from Friday, 26 July 2024 to Wednesday, 31 July 2024, to Friday, 2 August 2024 to Wednesday, 7 August 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be entitled to attend and vote at the Postponed AGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Thursday, 1 August 2024.

For ascertaining the entitlement to the proposed final dividend, the book closure period originally scheduled to be from Tuesday, 6 August 2024 to Thursday, 8 August 2024, will be changed to from Wednesday, 14 August 2024 to Thursday, 15 August 2024, during which period no share transfers will be registered. In order to qualify for the proposed final dividend, all transfer forms accompanied by relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not later than 4:30 p.m. on Tuesday, 13 August 2024.

## **SUPPLEMENTAL NOTICE OF THE POSTPONED AGM AND REVISED FORM OF PROXY**

Details of the proposed resolutions to be considered at the Postponed AGM were set out in the Original Notice.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the Postponed AGM will be held at 10:30 a.m. at Room 1225, 12th Floor, Prince's Building, 10 Chater Road, Central, Hong Kong on Wednesday, 7 August 2024 for the purpose of considering and, if thought fit, pass the following resolution as an ordinary resolution, in addition to the resolutions as set out in the Original Notice:

### **As Ordinary Business:**

2(a)(iv). To re-elect Mr. Chan Kai Kow Macksion as a non-executive Director of the Company.

Save for the amendments as set out above, all other proposed resolutions/information as set out in the Original Notice remain valid and unchanged.

A revised form of proxy for use at the Postponed AGM (the “**Revised Proxy Form**”), with inclusion of the additional ordinary resolution as set out above together with all other applicable proposed resolutions as set out in the Original Notice, will be sent to the Shareholders as soon as possible. The Shareholders, who have already lodged the Original Proxy Form (sent together with the Circular), are advised to read the notes printed on the Revised Proxy Form for guidance on the completion and submission of the Revised Proxy Form.

By order of the Board of  
**Oi Wah Pawnshop Credit Holdings Limited**  
**Chan Kai Ho Edward**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 18 July 2024

*As at the date of this announcement, the Board comprises Mr. Chan Kai Ho Edward (Chairman and Chief Executive Officer), Ms. Chan Mei Fong and Ms. Chan Ying Yu as executive Directors; Mr. Chan Kai Kow Mackston and Mr. Ng Siu Hong as non-executive Directors; and Mr. Lam On Tai, Dr. Leung Shiu Ki Albert and Dr. Yip Ngai as independent non-executive Directors.*